

**GULF BREEZE CITY COUNCIL
REGULAR MEETING AGENDA**

DECEMBER 1, 2014
MONDAY, 6:30 P.M.
COUNCIL CHAMBERS

1. Roll Call
2. Invocation and Pledge of Allegiance
3. Approval of Minutes for November 17, 2014 (Regular Meeting)
Approval of Minutes for November 17, 2014 (Community Redevelopment Agency)
Approval of Minutes for November 24, 2014 (Special Meeting)
4.
 - Recognition of the 2012-2014 Mayor and City Council
 - Proclamation Proclaiming December 10, 2014, Arbor Day
 - Proclamation Recognizing the Sixtieth Anniversary of the Driftwood Garden Club
 - Presentation of Institute for Elected Municipal Officials Certificate to Councilwoman Elect Renee Bookout
5. **RESOLUTION 30-14** Approving a Plan of Finance and Issuance of
Approximately \$35,000,000 in Capital Trust
Agency Bonds for Development of Cypress Point
Senior Living Facility

- RESOLUTION 31-14** Approving a Plan of Finance and Issuance
of Approximately \$25,000,000 in Capital
Trust Agency Bonds for Development of
Glorieta Senior Facilities

- RESOLUTION 32-14** Approving a Plan of Finance and Issuance of
Approximately \$25,000,000 in Capital Trust
Agency Bonds for Development of Senior Living
Facilities in Venice, Florida

- RESOLUTION 33-14** Approving a Plan of Finance and Issuance of
Approximately \$50,000,000 in Capital Trust
Agency Bonds for Development of Banyanwood
Senior Living Facility

6. **ACTION AGENDA ITEMS:**

- A. Discussion and Action Regarding Stormwater Easement at 700 Bay Cliffs Road
 - B. Discussion and Action Regarding Appointment of Hearing Officer, Red Light Camera Enforcement
 - C. Discussion and Action Regarding Santa Rosa County RESTORE Council
 - D. Discussion and Action Regarding Surveying and Permitting for the High School Outfall Pipe – Phase 2
 - E. Discussion and Action Regarding Public Hearing for Technology Fee
7. New Business
8. Open Forum
9. Adjournment

If any person decides to appeal any decisions made with respect to any matter considered at this meeting or public hearing, such person may need to insure that a verbatim record of the proceedings is made, which record includes the testimony and any evidence upon which the appeal is to be based. The public is invited to comment on matters before the City Council upon seeking and receiving the recognition from the Chair.

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA

The 1,260th Regular Meeting of the Gulf Breeze City Council, Gulf Breeze, Florida, was held at Gulf Breeze City Hall on Monday, November 17th, 2014, at 6:30 p.m.

Upon call of the roll the following Councilmembers were present: Councilwoman Cherry Fitch, Councilman David G. Landfair, Councilman Joseph Henderson, Mayor Pro Tem Schluter, and Mayor Beverly H. Zimmern

APPROVAL OF MINUTES:

Councilwoman Fitch moved for approval of the minutes for the Regular Meeting held on November 3, 2014. Mayor Pro Tem Schluter. The vote for approval was unanimous.

PUBLIC HEARINGS:

**ORDINANCE NO. 08-14: AN ORDINANCE AMENDING THE CITY'S
COMPREHENSIVE PLAN TO IMPLEMENT THE
CITY'S MOST LIVABLE CITY PLAN
(SECOND READING AND PUBLIC HEARING)**

The City Clerk read Ordinance No. 08-14 by title. The Mayor opened the floor for public comments. Robert Turpin, 2 Madrid Avenue, spoke regarding amendments to the Comprehensive Plan. There being no further comments, the Mayor closed the hearing.

Councilwoman Fitch moved for approval of Ordinance No. 08-14. Councilman Landfair seconded. The vote for approval was 4-1 with Councilman Henderson dissenting.

**RESOLUTION NO. 26-14: RESOLUTION APPROVING PREPAYMENT OF
THE ST. JOHNS COUNTY LOAN FROM THE GULF
BREEZE LOCAL GOVERNMENT LOAN
PROGRAM.**

Councilman Henderson moved for approval of Resolution No. 26-14. Councilwoman Fitch seconded. The vote for approval was unanimous.

CONSENT AGENDA ITEMS*:

That the City Council approve the following Consent Agenda Items A through H:

A. **SUBJECT: DISCUSSION AND ACTION REGARDING DEVELOPMENT
REVIEW BOARD RECOMMENDATION:**

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA

Reference: Development Review Board November 4, 2014, Minutes

Merrie J. Lee, 1136 Nestling Court, Gulf Breeze
Project Location: 134 Highpoint Drive
Replacement of Seawall

RECOMMENDATION:

THAT THE CITY COUNCIL APPROVE THE DEVELOPMENT REVIEW BOARD RECOMMENDATION.

B. SUBJECT: DISCUSSION AND ACTION REGARDING FORFEITURE FUND DONATION TO SANTA ROSA KIDS' HOUSE.

Reference: Chief of Police memo dated November 5, 2014

RECOMMENDATION:

THAT THE CITY COUNCIL APPROVE THE DONATION OF CONTRABAND FORFEITURE FUNDS TO THE SANTA ROSA KIDS' HOUSE IN THE AMOUNT OF \$1,000.

C. SUBJECT: DISCUSSION AND ACTION REGARDING SPECIAL EVENT APPLICATION BY GULF BREEZE UNITED METHODIST CHURCH FOR ANNUAL 5K RUN ON SATURDAY, FEBRUARY 14, 2015.

Reference: Chief of Police memo dated October 31, 2014

RECOMMENDATION:

THAT THE CITY COUNCIL APPROVE THE GULF BREEZE UNITED METHODIST CHURCH 5K RUN.

D. SUBJECT: DISCUSSION AND ACTION REGARDING AT&T TOWER LEASE AMENDMENT ON ELEVATED TANK AT 14 CAMELIA STREET.

Reference: Assistant Director of Public Services memo dated November 6, 2014

RECOMMENDATION:

THAT THE CITY COUNCIL APPROVE AND AUTHORIZE THE MAYOR TO SIGN THE PROPOSED LEASE AMENDMENT WITH AT&T FOR THE LEASE

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA

ON THE ELEVATED TANK AT 14 CAMELIA STREET, PENDING APPROVAL
OF THE FORM OF THE AMENDMENT BY AT&T.

E. **SUBJECT: DISCUSSION AND ACTION REGARDING CHANGE OF UTILITY
BILLING COMPANY TO FLORIDA SOUTHWEST DIRECT.**

Reference: Deputy City Manager memo dated November 6, 2014

RECOMMENDATION:

**THAT THE CITY COUNCIL AUTHORIZE STAFF TO PROVIDE WRITTEN
NOTICE OF TERMINATION TO DATAPROSE OF OXNARD, CALIFORNIA
AND ACCEPT THE PROPOSAL FROM SOUTHWEST DIRECT OF FT.
MYERS, FLORIDA, TO PRINT UTILITY BILLS AND PROVIDE DIRECT
MAILING SERVICES IN ACCORDANCE WITH THE TERMS AND
CONDITIONS OF THE CURRENT CONTRACT BETWEEN COLLIER
COUNTY, FLORIDA, AND SOUTHWEST DIRECT.**

F. **SUBJECT: DISCUSSION AND ACTION REGARDING RFQ/RFP FOR AN
OPERATIONAL AUDIT AND BUSINESS PLAN DEVELOPMENT FOR TIGER
POINT GOLF COURSE.**

Reference: Deputy City Manager memo dated November 6, 2014

RECOMMENDATION:

**THAT THE CITY COUNCIL AUTHORIZE THE ISSUANCE OF THE RFQ/RFP
FOR AN OPERATIONAL AUDIT AND BUSINESS PLAN DEVELOPMENT FOR
TIGER POINT AS PRESENTED.**

G. **SUBJECT: DISCUSSION AND ACTION REGARDING APPROVAL OF
DEPARTMENT OF CORRECTION LABOR CONTRACT IN THE AMOUNT OF
\$57,497.**

Reference: Deputy City Manager memo dated November 6, 2014

RECOMMENDATION:

**THAT THE CITY COUNCIL APPROVE CONTRACT #WS952 WITH THE
DEPARTMENT OF CORRECTIONS FOR A CORRECTIONAL WORK SQUAD
AT AN ANNUAL COST OF \$57,497 AS PRESENTED AND AUTHORIZE THE
MAYOR TO EXECUTE THE CONTRACT ON BEHALF OF THE CITY.**

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA

H. **SUBJECT: DISCUSSION AND ACTION REGARDING CITY COUNCIL MEETING SCHEDULE.**

Reference: City Manager memo dated November 7, 2014.

RECOMMENDATION:
THAT THE CITY COUNCIL CANCEL THE EXECUTIVE SESSIONS ON NOVEMBER 26 AND DECEMBER 31.

Councilman Landfair moved for approval of Consent Agenda Items A through H. Councilman Henderson seconded. The vote for approval was unanimous.

***These are items considered routine in nature and will be considered by one motion. If any citizen wishes to voice an opinion on one of the items, you should advise the Council immediately.**

ACTION ITEMS:

A. **SUBJECT: DISCUSSION AND ACTION REGARDING IMPACT OF PENSACOLA BAY BRIDGE REPLACEMENT PROJECT – WAYSIDE PARK.**

Reference: Verbal Report from City Manager and dissemination of Proposed Letter to Florida Department of Transportation

RECOMMENDATION:
THAT THE CITY COUNCIL APPROVE SENDING THE PROPOSED LETTER TO THE FLORIDA DEPARTMENT OF TRANSPORTATION.

Councilman Henderson made a motion for approval of staff's recommendation. Mayor Pro Tem Schluter seconded. The vote for approval was unanimous.

NEW BUSINESS: None

OPEN FORUM:

Renee Bookout, 522 Fairpoint Drive, thanked the City Council and the City Manager for the trash cans for doggie waste.

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA

Robert Ludlow, 1074 Lionsgate Lane, spoke regarding renovation to the West Course at Tiger Point Golf Course.

Robert Turpin, 2 Madrid Avenue, advised that he had received his tax bill that he appreciates how the City Council stretches their tax dollars.

Peter Harris-Inman, 3583 Laguna Court, inquired if there was a ninety-nine year lease requirement on the golf course property.

Bailey Balk (minor, no address given), asked questions about the construction of the Pensacola Bay Bridge.

ADJOURNMENT: Mayor Zimmern adjourned the meeting at 6:57 p.m.

Stephanie D. Lucas, City Clerk

Beverly H. Zimmern, Mayor

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS FOR THE
COMMUNITY REDEVELOPMENT AGENCY**

A meeting of the Board of Directors for the Community Redevelopment Agency, Gulf Breeze, Florida, was convened at the Gulf Breeze City Hall Council Chambers on Monday, November 17, 2014, at 6:55 p.m.

The following members were present: Mayor Beverly Zimmern, Councilman Joseph Henderson, Councilwoman Cherry Fitch, Councilman David Landfair, and Mayor Pro Tem J.B. Schluter.

The purpose of the meeting was for the Board of Directors of the Community Redevelopment Agency to consider the following:

CONSENT AGENDA ITEM*:

**A. SUBJECT: DISCUSSION AND ACTION REGARDING CITY OF GULF BREEZE
MASTER PLANNING INVOICE FROM VHB.**

Reference: City Clerk memo dated November 7, 2014

RECOMMENDATION:

**THAT THE CITY COUNCIL MEET AS THE BOARD OF DIRECTORS OF THE
COMMUNITY REDEVELOPMENT AGENCY ON MONDAY, NOVEMBER 17,
2014, AND APPROVE PAYMENT OF INVOICE NO. 190206 IN THE AMOUNT
OF \$4,774.97 TO VHB.**

Mayor Pro Tem Schluter moved for approval of Consent Agenda Item A. Councilman Henderson seconded. The vote for approval was unanimous.

***These are items considered routine in nature and will be considered by one motion.
If any citizen wishes to voice an opinion on one of the items, you should advise the
Council immediately.**

INFORMATIONAL ITEMS: None

PUBLIC FORUM: None

ADJOURNMENT: Mayor Zimmern adjourned the meeting at 6:57 p.m.

Stephanie D. Lucas, City Clerk

Beverly H. Zimmern, Mayor

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA

A Special Meeting by the Gulf Breeze City Council, Gulf Breeze, Florida, was convened at Gulf Breeze City Hall on Monday, November 24, 2014, at 5:00 p.m.

Upon call of the roll the following Councilmembers were present: Councilwoman Cherry Fitch, Councilman David G. Landfair, Councilman Joseph Henderson, and Mayor Beverly H. Zimmern. Mayor Pro Tem Schluter arrived at 5:03 p.m.

PUBLIC HEARINGS:

**RESOLUTION NO. 29-14: A RESOLUTION APPROVING YEAR END BUDGET
ADJUSTMENT FOR FISCAL YEAR 2014.**

Mayor Zimmern opened the Public Hearing. There being no comments, the public hearing was closed.

Mayor Pro Tem Schluter moved for approval of Resolution No. 29-14. Councilwoman Fitch seconded. The vote for approval was unanimous.

INFORMATION ITEMS:

OPEN FORUM: None

ADJOURNMENT: Mayor Zimmern adjourned the meeting at 5:10 p.m.

Leslie A. Guyer, City Clerk

Beverly H. Zimmern, Mayor



City of Gulf Breeze

PROCLAMATION

WHEREAS, in 1872 J. Sterling Morton proposed to the Nebraska Board of Agriculture that a special day be set aside for the planting of trees; and,

WHEREAS, this holiday, called Arbor Day, was first observed with the planting of more than a million trees in Nebraska; and,

WHEREAS, the anniversary of the holiday and Arbor Day is now observed throughout the nation and the world; and,

WHEREAS, trees can reduce the erosion of our precious topsoil by wind and water, cut heating and cooling costs, moderate the temperature, clean the air, produce life-giving oxygen, and provide habitat for wildlife; and,

WHEREAS, trees are a renewable resource giving us paper, wood for our homes, fuel for our fires and beautify our community; and

WHEREAS, trees, wherever they are planted, are a source of joy and spiritual renewal.

NOW, THEREFORE, I, Beverly H. Zimmern, Mayor of the City of Gulf Breeze, do hereby proclaim December 10, 2014, to be

ARBOR DAY

In Gulf Breeze, and I urge all citizens to celebrate Arbor Day and to support efforts to protect our trees, and woodlands,

FURTHER, I urge all citizens to plant trees to gladden the heart and promote the well-being of this and future generations.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the Seal of the City of Gulf Breeze, Santa Rosa County, Florida, to be affixed this _____ day of December, 2014.

Stephanie D. Lucas, City Clerk

Beverly H. Zimmern, Mayor



City of Gulf Breeze

PROCLAMATION

WHEREAS, Driftwood Garden Club was founded in 1954 and its members are celebrating their Sixtieth Anniversary this year; and,

WHEREAS, throughout the years, members of the Driftwood Garden Club have dedicated their time, talents, and efforts to beautifying our City and enhancing the quality of life by sharing their gardening skills with our community; and,

WHEREAS, for the last fifteen years, the Driftwood Garden Club has presented the City with a gift of \$1,000 for the City's use within the Parks & Recreation Department. The City has purchased water fountains, misting stations, picnic benches, and park benches for the City's various community parks. An electronic message center and upcoming events display was also purchased for the Community Center. These purchases were made possible with the generous donations from the Garden Club; and,

WHEREAS, for the last twenty-three years, the Driftwood Garden Club has sponsored the City's annual Arbor Day Celebration with the donation of and planting of a tree. Each year the tree is dedicated or planted in honor of individuals, groups, events, or remembrances;

NOW, THEREFORE, I, Beverly H. Zimmern, Mayor of the City of Gulf Breeze, do hereby offer sincere congratulations to members of the Driftwood Garden Club for their outstanding service and devotion during the past sixty years and wishes them many more years of successful gardening endeavors.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the Seal of the City of Gulf Breeze, Santa Rosa County, Florida, to be affixed this _____ day of December, 2014.

Stephanie D. Lucas, City Clerk

Beverly H. Zimmern, Mayor



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

Memorandum

To : Mayor and City Council

From :  Edwin A. Eddy, City Manager

Date : November 24, 2014

Subject: **Presentation of Institute for Elected Municipal Officials Certificate to Councilwoman Elect Renee Bookout.**

Mayor Zimmern suggested that Councilwoman Elect Renee Bookout attend the Institute for Elected Municipal Officials. Councilwoman Elect attended this workshop in October. We received the attached Certificate indicating that Councilwoman Bookout successfully completed the course.

We thought it would be appropriate for Mayor Zimmern to present the certificate to Councilwoman Elect Renee Bookout at the December 1st Regular Council meeting.



November 5, 2014

Ms. Leslie Guyer
City Clerk, City of Gulf Breeze
1070 Shoreline Drive
Gulf Breeze, FL 32561

Dear Ms. Guyer:

Enclosed is a Certificate or Certificates of Completion to be awarded to the elected officials of the City of Gulf Breeze for completion of the 2014 Institute for Elected Municipal Officials held October 10-12, 2014 in Fort Myers, Florida.

We ask that the Certificate be presented as an agenda item for your next council meeting and be formally recorded in the minutes. We believe the importance of completing the Institute for Elected Municipal Officials training should be known to key officials and your community.

Thank you so much for your cooperation on this. If you have any questions, please don't hesitate to call me at (850) 701-3619.

Sincerely,

A handwritten signature in cursive script that reads "Gail Dennard".

Gail Dennard
Membership Development
Florida League of Cities

Enclosure



301 South Bronough Street • Suite 300 • P.O. Box 1757 • Tallahassee, FL 32302-1757 • (850) 222-9684 • Fax (850) 222-3806 • www.floridaleagueofcities.com

November 5, 2014

The Honorable Renee Bookout
Councilwoman, City of Gulf Breeze
1070 Shoreline Drive
Gulf Breeze, FL 32561

Dear Councilwoman Bookout:

On behalf of the John Scott Dailey Florida Institute of Government and the Florida League of Cities, I am pleased to award this certificate to you for the completion of eighteen hours of instruction at the Institute for Elected Municipal Officials in Fort Myers, Florida on October 10-12, 2014.

It is our sincere hope that you found the program challenging, informative, and rewarding. Now that you have taken the basic IEMO, we encourage you to attend the Advanced Institute as well as other FLC University and IOG programs. You can find the dates and locations on both the IOG and FLC websites at www.iog-fsu.edu and www.flcities.com.

We strongly believe that your willingness to complete this program of study is indicative of your commitment to improving the quality of municipal government in Florida. We commend you for this and sincerely thank you.

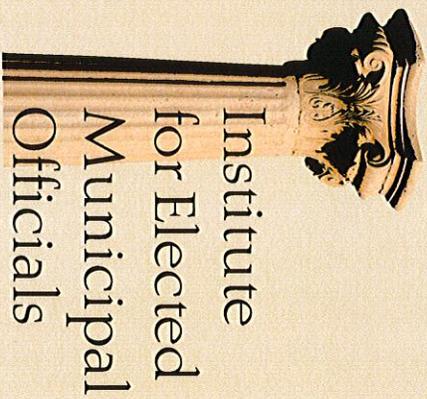
We hope to see you at future IOG and FLC events!

Sincerely,

A handwritten signature in cursive script that reads "Lynn S. Tipton".

Lynn S. Tipton
Director, FLC University

Enclosure



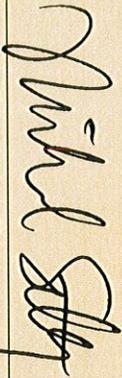
Certificate of Completion

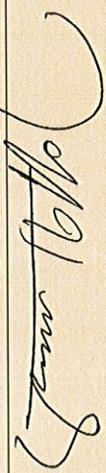
October 10-12, 2014 • Fort Myers, Florida

Awarded to

Councilwoman Renee Bookout
City of Gulf Breeze

Sponsored by


Executive Director
Florida League of Cities


Executive Director
Florida Institute of Government



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

Memorandum

To : Mayor and City Council

From :  Edwin A. Eddy, City Manager

Date : November 24, 2014

Subject: **Resolution 30-14, Approving a Plan of Finance and the Issuance of Approximately \$35,000,000 in Capital Trust Agency Bonds for the Development of Cypress Point Senior Living Facility in Fort Myers Florida.**

Attached is a copy of Resolution 30-14 which approves a plan of finance prepared by Omega Communities for development of a senior living facility in Fort Myers, Florida. The Resolution also approved Amendment Number 58 to the Interlocal Agreement between the Town of Century and the City of Gulf Breeze and authorizes the issuance of approximately \$35,000,000 in Capital Trust Agency bonds.

The CTA Board reviewed the plan of finance and the documents associated with the issuance of the bonds. The CTA Board makes the following recommendation.

RECOMMENDATION:

THAT THE CITY COUNCIL ADOPT RESOLUTION 30-14 APPROVING A PLAN OF FINANCE FOR THE CYPRESS POINT SENIOR LIVING FACILITY IN FORT MYERS FLORIDA.

RESOLUTION 30-14

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA, APPROVING A PLAN OF FINANCE FOR THE COSTS OF THE ACQUISITION, CONSTRUCTION, DEVELOPMENT, INSTALLATION, FURNISHING AND EQUIPPING OF A SENIOR LIVING FACILITY LOCATED IN THE STATE OF FLORIDA; APPROVING THE ISSUANCE OF APPROXIMATELY \$35,000,000 CAPITAL TRUST AGENCY REVENUE BONDS FOR THE PURPOSE OF FINANCING A LOAN PROGRAM TO ASSIST IN FINANCING SUCH FACILITY; PROVIDING FOR REPEAL OF CONFLICTING PROVISIONS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City Council (the "City Council") of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida (the "State"), has heretofore adopted Resolution No. 14-99 dated as of July 19, 1999 (the "Original Resolution"), and entered into an Interlocal Agreement between the City and the Town of Century, Florida, dated as of August 2, 1999, as amended by Amendment No. 1 through No. 57 (collectively, the "Enabling Agreement"), approving the creation of the Capital Trust Agency (the "Agency"), a legal entity and public agency of the State, organized and existing under the provisions of Chapter 163, Part I, and Chapter 159, Part II, Florida Statutes, Ordinance No. 05-97 of the City, as amended, and its Articles of Incorporation, as amended and other applicable provisions of law (collectively the "Act"), to enable public, private and not-for-profit organizations to obtain public assistance in financing and refinancing, including through reimbursement, certain beneficial projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, pursuant to the Act and in accordance with the provisions of the Original Resolution, the Agency did on September 25, 2014, take official action by adopting its preliminary resolution (the "Agency Resolution") indicating its intent to authorize the financing, including through reimbursement, of the hereinafter described project, and the issuance from time to time of revenue bonds (the "Bonds") by the Agency for a loan program for the purpose, among other things, of acquiring, constructing, developing, installing, furnishing and equipping of a senior living facility and the acquisition and installation of related facilities, fixtures, furnishings and equipment, as described on Schedule "I" attached hereto (the "Senior Living Facility"); and

WHEREAS, the City has been advised that the Agency desires to issue the Bonds in an aggregate principal amount of approximately \$35,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), to finance the Senior Living Facility on behalf of Omega Communities, LLC, a Florida limited liability company, or one or more of its affiliates, as described in the attached Schedule "I," whose principal place of business is 2 Metroplex Drive, Suite 202, Birmingham, Alabama 35209 (as applicable, the "Borrower") to fund a program herein described (the "Plan of Finance"), such Senior Living Facility to be managed initially by Life Care Services, LLC, a limited liability company of the State of Iowa; and

WHEREAS, the proposed Senior Living Facility is appropriate to the needs and circumstances of the community in which it will be located and will serve a public purpose by (i) providing gainful employment and making a significant contribution to the economic growth of the local community, (ii) promoting commerce within the State, (iii) providing safe, decent and

accessible housing facilities for the elderly, including providing memory support services, and (iv) advancing the economic prosperity and the general welfare of the State and its people; and

WHEREAS, in order to advance and further the public purposes set forth in the Act, it is necessary and in the public interest to facilitate the financing of the Senior Living Facility and to facilitate and encourage the planning and development of such Senior Living Facility without regard to the boundaries between counties, municipalities, special districts, and other local governmental bodies or agencies in order to more effectively and efficiently serve the interests of the greatest number of people in the widest area practicable; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires public approval of certain revenue bonds by an applicable elected representative or governmental unit on behalf of which such bonds are to be issued, following a public hearing; and

WHEREAS, (i) notice of such public hearing was given in the form required by the Code by publication at least fourteen (14) days prior to such public hearing in the *Gulf Breeze News* on November 13, 2014, and (ii) the Bonds and the Plan of Finance have been submitted to such public hearing held on behalf of the City Council of the City of Gulf Breeze, Florida (the "City Council") on December 1, 2014; and

WHEREAS, the City Manager has conducted the public hearing on behalf of the City Council and provided reasonable opportunity for all interested persons to express their views, both orally and in writing and diligently and conscientiously considered all comments and concerns expressed by such individuals, if any; and

WHEREAS, the City Council desires to approve the Bonds and the issuance and sale thereof pursuant to the Plan of Finance and to grant all approvals required or contemplated by Section 147(f) of the Code, to express its approval of the action taken by the Agency and its officials pursuant to the Agency Resolution, and to grant all other approvals required by the Enabling Agreement, as amended and the Original Resolution in connection with the issuance and sale of the Bonds;

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA:

SECTION 1. PUBLIC HEARING NOTICE AND REPORT APPROVED.

The City Council hereby approves the form of and the manner of publication of the Notice of Public Hearing (the "Notice") published on November 13, 2014, in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City. The City Council hereby approves the report of the public hearing conducted by the City Manager, a copy of which is attached as Exhibit "A" hereto. Such Notice and other means and methods utilized by the City to give notice of purpose, time and date of the public hearing provided reasonable notice sufficient to inform residents of the City of the proposed Bonds.

SECTION 2. BONDS AND PLAN OF FINANCE APPROVED.

For purposes of the Act, the City hereby approves the Plan of Finance described herein, and the issuance of the Bonds described in the Notice. The Agency and its officers, employees, agents and attorneys are hereby authorized from time to time to take all action, to execute and

deliver such authorizations, approvals, certificates and documents, and to enter into, on behalf of the Agency, such interlocal agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, reimbursement agreements, and other agreements, approvals or instruments deemed necessary or convenient to effect, implement, maintain and continue the Plan of Finance, the financing, including through reimbursement, of the Senior Living Facility through the issuance from time to time of the Bonds and the purposes for which the Bonds are to be issued, including, without limitation, the Amendment (hereinafter defined) and the Agency Resolution. No obligation of the Agency under any such agreement shall constitute an obligation of the City except to the extent the same may be expressly approved by the City. The Bonds shall be limited and special obligations of the Agency, and shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of the City.

SECTION 3. AMENDMENT NO. 58 TO THE ENABLING AGREEMENT APPROVED.

Pursuant to the Enabling Agreement, there is hereby approved the execution and delivery of Amendment No. 58 to the Enabling Agreement (the "Amendment") to effect the approvals set forth in Section 1 and Section 2 hereof. Such Amendment shall be in substantially the form attached hereto as Exhibit "B," and the Mayor is authorized to execute and deliver the same on behalf of the City Council, with such changes not inconsistent herewith as the Mayor shall approve, her execution thereof to conclusively establish such approval.

SECTION 4. TEFRA APPROVAL.

After diligent and conscientious consideration of the views expressed by the persons appearing at the public hearing, the City Council hereby approves the Agency's Plan of Finance which includes (i) the issuance by the Agency of approximately \$35,000,000 aggregate principal amount of revenue bonds for all purposes of the Enabling Agreement, as amended, and for all purposes of the Original Resolution and (ii) the issuance by the Agency of tax-exempt bonds in an amount not exceeding \$35,000,000 for all purposes under Section 147(f) of the Code.

SECTION 5. REPEALING CLAUSE.

All resolutions or parts thereof of the City in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

SECTION 6. EFFECTIVE DATE.

This resolution shall take effect immediately upon its adoption this 1st day of December, 2014.

**GULF BREEZE, FLORIDA
CITY COUNCIL**

(SEAL)

By: _____
Beverly Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer, City Clerk

SCHEDULE "I"

The project herein described consists of the acquisition, construction, development, installing, furnishing and equipping of an approximately 103-unit, 109-bed senior living facility comprised of approximately 65 assisted living units and approximately 38 assisted living units providing memory support services for the elderly, including related facilities, fixtures, furnishings and equipment, to be known as Cypress Point and located on at the Southwest corner of International Drive and Six Mile Cypress Parkway, Fort Myers, Lee County Florida 33912.

AMENDMENT NO. 58 TO INTERLOCAL AGREEMENT

This **AMENDMENT NO. 58 TO INTERLOCAL AGREEMENT** (this "Amendment No. 58") is made and entered into as of the ____ day of December, 2014, by and among the **CITY OF GULF BREEZE, FLORIDA**, a municipal corporation of the State of Florida ("Gulf Breeze") and the **TOWN OF CENTURY, FLORIDA**, a municipal corporation of the State of Florida ("Century"). Gulf Breeze and Century may collectively be referred to herein as the "Parties."

WITNESSETH:

WHEREAS, the Parties hereto have by Interlocal Agreement, dated as of August 2, 1999, as amended by Amendments No. 1 through No. 57 (collectively, the "Enabling Agreement"), heretofore provided for the creation of the Capital Trust Agency (the "Agency"), to enable public, private and not-for-profit organizations to obtain public assistance in financing certain projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, Omega Communities, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), has represented to the Agency that, acting for itself or through its affiliates, it is engaged in, among other things, acquiring, constructing, developing, furnishing, equipping and owning senior living facilities; and

WHEREAS, the City has been advised that the Agency desires to issue revenue bonds in a principal amount of approximately \$35,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), in one or more series from time to time (collectively, the "Bonds") and loan the net proceeds thereof to the Borrower, for the purpose, among other things, of financing or refinancing the acquisition, construction, development, installing, furnishing and equipping of a 103-unit, 109-bed senior living facility comprised of approximately 65 assisted living units and approximately 38 assisted living units providing memory support services for the elderly to be known as Cypress Point (the "Senior Living Facility") described on the attached Schedule "I," located in the State of Florida; and

WHEREAS, the Agency will issue its Bonds on a case-by-case basis after review by the Agency, to provide financing and refinancing from time to time for individual projects or groups of projects, or eligible financing programs, based upon the credit pledged therefor from one or more of the projects, the Borrower, a sponsor, a credit enhancement facility, if any, or from the revenues of any such programs; and

WHEREAS, Section 7 of the Enabling Agreement requires that as a condition precedent to the Agency issuing the Bonds, the Agency must obtain the prior written approval, evidenced by resolution, from the governing bodies of Century and Gulf Breeze approving such issuance

and approving an amendment to the Enabling Agreement specifically authorizing such issuance. Such approval evidenced by appropriate resolutions has been obtained, authorizing the execution and delivery of this Amendment No. 58 to the Enabling Agreement with respect to the financing herein described; and

WHEREAS, the Parties desire to amend the Enabling Agreement to permit and authorize the Agency to issue the Bonds herein described and loan the proceeds to the Borrower in order to provide financing, including through reimbursement, for the Senior Living Facility;

NOW, THEREFORE, the Parties hereby agree as follows:

SECTION 1. ENABLING AGREEMENT AMENDED FOR SERIES 2013 PROJECT.

This Amendment No. 58 is entered into pursuant to Section 7 of the Enabling Agreement for the purpose of authorizing the Agency to issue the Bonds and to finance projects of the type and character of the Senior Living Facility.

SECTION 2. BONDS, PROGRAM, PLAN OF FINANCE APPROVED.

The Parties do hereby approve and authorize the Bonds, and the issuance of Bonds from time to time, in one or more series, in an aggregate principal amount of approximately \$35,000,000 (the exact amount to be determined by an appropriate official of the Agency to be sufficient to enable the financing, including through reimbursement, of the Senior Living Facility). Each installment or issue of such Bonds shall be designated by series, in such manner as the Agency shall determine, so as to separately identify each such installment or issue. The Agency and its officers, employees, agents and attorneys are hereby authorized to enter into, on behalf of the Agency, from time to time, interlocal agreements, cash management agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, escrow agreements, reimbursement agreements, security documents and other agreements, approvals or instruments deemed necessary or convenient to effect or implement the financing, including through reimbursement, of the Senior Living Facility through the issuance of the Bonds, and the purposes and programs for which the Bonds are to be issued and to conform the purposes stated in the Articles of Incorporation of the Agency to the authorizations herein contained. No obligation of the Agency under any such agreement or instrument shall constitute an obligation of Century or Gulf Breeze. The Bonds shall be limited and special obligations of the Agency, payable from the revenues or receipts of such programs or projects, payments made by the Borrower, a sponsor, or other sources relating to the purpose for which they are issued, all in the indentures for the Bonds. The Bonds shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of Century or of Gulf Breeze.

SECTION 3. ADMINISTRATIVE FEES AND EXPENSES FOR THE TOWN OF CENTURY.

Upon the issuance of each series or installment of Bonds, Century shall be paid by either the Agency or Gulf Breeze, solely from amounts received from the Borrower, the sum specified on Schedule "II" attached hereto.

SECTION 4. ENABLING AGREEMENT CONTINUED.

The Enabling Agreement, as amended hereby, is hereby ratified, confirmed and approved and shall otherwise continue in full force and effect. Nothing in this Amendment No. 58 shall be deemed to adversely affect the authorizations in the Enabling Agreement as it existed prior to the effective date of this Amendment No. 58, or to adversely affect the interests of the holders of any Bonds issued or to be issued pursuant to such authorizations. Except as and only to the extent specifically amended hereby, such Enabling Agreement is hereby incorporated by reference.

SECTION 5. INDEMNITY.

To the extent permitted by law, the Agency and Gulf Breeze shall indemnify, defend and hold Century harmless against any and all claims, losses, liabilities or damages to property or any injury or death of any person or persons occurring in connection with the issuance of the Bonds pursuant hereto, or in connection with the acquisition or operation of any project, or for any liability any way growing out of or resulting from the Enabling Agreement, as amended, this Amendment No. 58, the financing agreements and/or bond indentures executed in connection with the Bonds, including, without limitation, all costs and expenses of Century, including reasonable attorney's fees, incurred in the performance of any activities of Century in connection with the foregoing or the enforcement of any agreement of the Agency herein contained. Any such obligation of Gulf Breeze or the Agency shall be payable solely from the amounts available to them for such purposes under the Bond financing or any other plan of finance heretofore or hereafter undertaken by the Agency, and shall not constitute a general obligation or a pledge of the faith and credit of Gulf Breeze or the Agency, or an obligation to pay the same from any sources other than such amounts available to them for such purposes under the Bond financing.

SECTION 6. SEVERABILITY OF INVALID PROVISIONS.

If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provisions of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed severable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereto.

SECTION 7. COUNTERPARTS.

This Amendment may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

SECTION 8. EFFECTIVE DATE; AMENDMENTS.

This Amendment shall take effect when duly executed by the Parties and filed in

accordance with the law. This Amendment may be amended only by written instrument signed by authorized representatives of Century and Gulf Breeze; provided, however, that no such amendment which would adversely affect the rights of the holders or owners of any then outstanding Bonds of the Agency or of any other member shall take effect until such time as all necessary consents or approvals with respect to such Bonds shall have been obtained, in the case of the rights of bondholders, or the consents and approvals of the affected members, in the case of the rights of members.

[REST OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parties have caused this Amendment No. 58 to the Interlocal Agreement to be executed by their duly authorized officers as of the date first above written.

CITY OF GULF BREEZE, FLORIDA

[SEAL]

By: _____
Beverly Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer
City Clerk

[Signature Page to Amendment No. 58 to Interlocal Agreement]

TOWN OF CENTURY, FLORIDA

[SEAL]

By: _____
Freddie W. McCall, Sr., Mayor

ATTEST:

By: _____
Leslie Gonzalez, Town Clerk

[Signature Page to Amendment No. 58 to Interlocal Agreement]

SCHEDULE "I"

The project herein described consists of the acquisition, construction, development, installing, furnishing and equipping of an approximately 103-unit, 109-bed senior living facility comprised of approximately 65 assisted living units and approximately 38 assisted living units providing memory support services for the elderly, including related facilities, fixtures, furnishings and equipment, to be known as Cypress Point and located on at the Southwest corner of International Drive and Six Mile Cypress Parkway, Fort Myers, Lee County Florida 33912.

SCHEDULE "II"
PAYMENT TO TOWN OF CENTURY

\$350.00 per million principal amount of each issue, upon issuance thereof, but not less than \$2,500.00.

**REPORT OF HEARING OFFICER
(OMEGA COMMUNITIES, LLC)**

This instrument shall constitute the official report of the undersigned designated official of the City of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida, with respect to a public hearing scheduled and held by the City on December 1, 2014, for and on behalf of the Capital Trust Agency (the "Agency"), a legal entity and public agency created and existing under Chapter 163, Part I, and Chapter 617, Florida Statutes, and established and empowered by the provisions of Chapter 159, Part II, Florida Statutes, Chapter 163, Part I, *et seq.*, Chapter 166, Part II, Florida Statutes, Chapter 617, Florida Statutes and other applicable provisions of law, in connection with the proposed issuance of the Agency's not exceeding \$35,000,000 revenue bonds (the "Bonds") on behalf of Omega Communities, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower") , and whose principal place of business is 2 Metroplex Drive, Suite 202, Birmingham, Alabama 35209. The proceeds of the Bonds will be loaned to the Borrower for financing the acquisition, construction, development, furnishing and equipping of a 103-unit, 100 bed senior living facility comprised of 65 assisted living units and approximately 38 memory care units to be known as Cypress Point (the "Senior Living Facility"), as more fully described in Exhibit "A" hereto.

The public hearing was duly advertised in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City, on November 13, 2014. The proof of publication was presented to me at such hearing, and a copy is attached hereto as Exhibit "B" (the "Notice").

The hearing commenced at the time and location stated in the Notice. At such hearing, interested individuals were afforded reasonable opportunity to express their views, both orally and in writing, on all matters pertaining to the plan of finance and the financing of the Senior Living Facility. Information about the proposed Bonds, the location of the Senior Living Facility, and the proposed use of the proceeds were presented. When the information had been presented, opportunity was given for members of the public in attendance to give their input. It was noted that no written communication was received.

No interested party was in attendance at the public hearing. Minutes of the Council Meeting, including the public hearing, will be kept on file with the City Clerk as referenced in Exhibit "C" hereto. The undersigned then concluded the hearing.

Respectfully submitted,

By: _____
Edwin Eddy, City Manager
City of Gulf Breeze, Florida

**EXHIBIT "A" TO
REPORT OF HEARING OFFICER
(OMEGA COMMUNITIES, LLC)**

The project herein described consists of the acquisition, construction, development, installing, furnishing and equipping of an approximately 103-unit, 109-bed senior living facility comprised of approximately 65 assisted living units and approximately 38 assisted living units providing memory support services for the elderly, including related facilities, fixtures, furnishings and equipment, to be known as Cypress Point and located on at the Southwest corner of International Drive and Six Mile Cypress Parkway, Fort Myers, Lee County Florida 33912.

**EXHIBIT "B" TO
REPORT OF HEARING OFFICER
(OMEGA COMMUNITIES, LLC)**

PROOF OF PUBLICATION

[FOLLOWS]



The Gulf Breeze News

Published Weekly
Established in 2001

STATE OF FLORIDA
County of Santa Rosa

NOTICE OF PUBLIC HEARING BY CAPITAL TRUST AGENCY

LEGAL 26271
GULF BREEZE NEWS
NOVEMBER 13, 2014

NOTICE OF PUBLIC HEARING BY CAPITAL TRUST AGENCY

For the purpose of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), notice is hereby given that the City of Gulf Breeze, Florida (the "City") will hold a public hearing at 10:00 a.m. on Monday, December 1, 2014, in the City Council Chambers located at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. The purpose of the public hearing is to consider a plan of finance to provide funds to be loaned by the Capital Trust Agency (the "Agency") to Omega Communities, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), in order to finance the acquisition, construction, development, furnishing and equipping of a 103-unit, 109-bed senior living facility comprised of approximately 65 assisted living units and approximately 38 memory care units to be known as Cypress Point, to be located on the property located at the Southwest corner of International Drive and Six Mile Cypress Parkway, Fort Myers, Lee County Florida 33912 (the "Senior Living Facility").

The plan of finance contemplates that the Agency will issue, in respect to such Senior Living Facility, not exceeding \$35,000,000 in aggregate principal amount of its revenue bonds (the "Bonds"), in one or more installments or series, and loan the proceeds of such Bonds to the Borrower to provide funds for the Senior Living Facility. The Senior Living Facility will be owned by the Borrower. The initial manager of the Senior Living Facility will be CRSA/LCS Management, LLC, an Iowa limited liability company, Des Moines, Iowa (the "Manager").

The purpose of the public hearing is to comply with the provisions of Section 147(f) of the Code. The City will not issue, and will not be obligated on, the Bonds.

The Bonds, when issued, will be special, limited obligations payable solely out of the revenues, income and receipts pledged to the payment thereof and derived from financing agreements with the Borrower, and the Agency will not be obligated to pay the principal of, premium, if any, or interest on the Bonds except from the payments of the Borrower. The Bonds will not constitute (i) a debt, liability or obligation of the Agency, the City, the State of Florida (the "State"), or any political subdivision, public agency or municipality thereof; (ii) a pledge of the full faith and credit of the Agency, the City, the State, or any political subdivision, public agency or municipality thereof; or (iii) a pledge of the taxing power of the City, the State, or any political subdivision or municipality thereof within the meaning of any constitutional or statutory provision. The Agency has no taxing power.

At the time and place fixed for said public hearing all who appear will be given an opportunity to express their views for or against the proposal to approve said Bonds and the plan of finance. Prior to said public hearing, written comments may be delivered to the City Manager of the City, at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. All persons are advised that, if they decide to appeal any decision made by the City with respect to any matter considered at this meeting, they will need a record of the proceedings, and for such purpose, they may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based. All interested persons are invited to present their comments at the time and place set forth above.

Following the hearing, a report concerning this public hearing will be submitted to the applicable elected representative responsible for approving the issuance of the Bonds.

In accordance with the Americans with Disabilities Act and Section 288.26, Florida Statutes, as amended, persons in need of a special accommodation to participate in the proceedings shall contact the telephone operator of City Hall, 1070 Shoreline Drive, Gulf Breeze, Florida 32561, 850-934-5115, at least 48 hours in advance of the meeting, excluding Saturday and Sunday.

LEGAL 26271 Gulf Breeze News 1x11/13/14

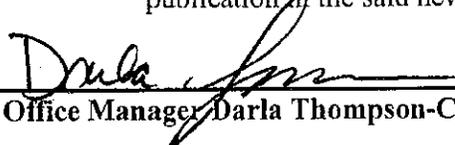
Before the undersigned authority personally appeared Darla Thompson-Casteel who is personally known to me and who on oath says that she is Office Manager of the Gulf Breeze News, a weekly newspaper published at Gulf Breeze in Santa Rosa County, Florida; that the attached copy of advertisement, being a:

NOTICE OF PUBLIC HEARING BY CAPITAL TRUST AGENCY

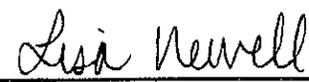
Received from City of Gulf Breeze and was published in said newspaper in the issue of:

NOVEMBER 13, 2014

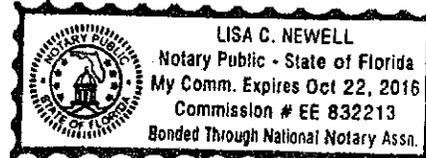
Affiant further says that the said Gulf Breeze News published in Gulf Breeze in said Santa Rosa County, Florida, and that said newspaper has heretofore been continuously published in said county each week and has been entered as second class mail matter at the post office in Gulf Breeze, in said Santa Rosa County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.


Office Manager, Darla Thompson-Casteel

Sworn to and subscribed before me this
13th Day of NOVEMBER, A.D. 2014


Name Lisa C. Newell Notary Public

My Commission Expires: 10-22-2016



**EXHIBIT "C" TO
REPORT OF HEARING OFFICER
(OMEGA COMMUNITIES, LLC)**

**MINUTES OF COUNCIL MEETING INCLUDING
PUBLIC HEARING ON FILE WITH CITY CLERK**



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

Memorandum

To : Mayor and City Council

From :  Edwin A. Eddy, City Manager

Date : November 24, 2014

Subject: **Resolution 31-14, Approving a Plan of Finance and the Issuance of Approximately \$25,000,000 in Capital Trust Agency Bonds for the Development of Glorieta Senior Facilities in Opa-Locka, Florida**

Attached is a copy of Resolution 31-14 which approves a plan of finance prepared by Glorieta Partners for development of a senior living facility in Opa-Locka, Florida. The Resolution also approves an amendment to the Interlocal Agreement between the Town of Century and the City of Gulf Breeze and authorizes the issuance of approximately \$25,000,000 in Capital Trust Agency bonds.

The CTA Board reviewed the plan of finance and the documents associated with the issuance of the CTA bonds. The CTA Board makes the following recommendation.

RECOMMENDATION:

THAT THE CITY COUNCIL ADOPT RESOLUTION 31-14 APPROVING A PLAN OF FINANCE FOR THE GLORIETA SENIOR LIVING FACILITY IN OPA-LOCKA FLORIDA.

RESOLUTION 31-14

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA, APPROVING A PLAN OF FINANCE FOR THE COSTS OF THE ACQUIRING, UPGRADING, RECONDITIONING, IMPROVING AND BEAUTIFICATION OF EXISTING LOW-INCOME MULTIFAMILY RENTAL HOUSING FACILITIES LOCATED IN THE STATE OF FLORIDA; APPROVING THE ISSUANCE OF APPROXIMATELY \$25,000,000 CAPITAL TRUST AGENCY REVENUE BONDS FOR THE PURPOSE OF FINANCING A LOAN PROGRAM TO ASSIST IN FINANCING SUCH FACILITIES; PROVIDING FOR REPEAL OF CONFLICTING PROVISIONS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City Council (the "City Council") of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida (the "State"), has heretofore adopted Resolution No. 14-99 dated as of July 19, 1999 (the "Original Resolution"), and entered into an Interlocal Agreement between the City and the Town of Century, Florida, dated as of August 2, 1999, as amended by Amendment No. 1 through No. 55, approving the creation of the Capital Trust Agency (the "Agency"), a legal entity and public agency of the State, organized and existing under the provisions of Chapter 163, Part I, and Chapter 159, Part II, Florida Statutes, Ordinance No. 05-97 of the City, as amended, and its Articles of Incorporation, as amended and other applicable provisions of law (collectively the "Act"), to enable public, private and not-for-profit organizations to obtain public assistance in financing and refinancing, including through reimbursement, certain beneficial projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, pursuant to the Act and in accordance with the provisions of the Original Resolution, the Agency did on October 14, 2014, take official action by adopting its preliminary resolution (the "Agency Resolution") indicating its intent to authorize the financing, including through reimbursement, of the hereinafter described project, and the issuance from time to time of revenue bonds (the "Bonds") by the Agency for a loan program for the purpose, among other things, of acquiring, upgrading, reconditioning, improving and beautification of existing low-income multifamily rental housing facilities, and the acquisition and installation of related facilities, fixtures, furnishings and equipment, as described on Schedule "I" attached hereto (the "Facilities"); and

WHEREAS, the City has been advised that the Agency desires to issue the Bonds in an aggregate principal amount of approximately \$25,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), to finance the Facilities on behalf of Glorieta Partners, Ltd., a Florida limited partnership, or one or more subsidiary or affiliated corporations, limited liability companies or limited partnerships, whose principal place of business is 5910 North Ocean Boulevard, Ocean Ridge, Florida 33435 (as applicable, the "Borrower") to fund a program herein described (the "Plan of Finance"), such Facilities to be managed initially by CT Services, LLC, a limited liability company of the State of Maryland; and

WHEREAS, the proposed Facilities are appropriate to the needs and circumstances of the community in which they will be located and will serve a public purpose by (i) providing

gainful employment and making a significant contribution to the economic growth of the local community, (ii) promoting commerce within the State, (iii) providing safe, decent and accessible low-income multi-family rental housing facilities, and (iv) advancing the economic prosperity and the general welfare of the State and its people; and

WHEREAS, in order to advance and further the public purposes set forth in the Act, it is necessary and in the public interest to facilitate the financing of the Facilities and to facilitate and encourage the planning and development of such Facilities without regard to the boundaries between counties, municipalities, special districts, and other local governmental bodies or agencies in order to more effectively and efficiently serve the interests of the greatest number of people in the widest area practicable; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires public approval of certain revenue bonds by an applicable elected representative or governmental unit on behalf of which such bonds are to be issued, following a public hearing; and

WHEREAS, (i) notice of such public hearing was given in the form required by the Code by publication at least fourteen (14) days prior to such public hearing in the *Gulf Breeze News* on November 13, 2014, and (ii) the Bonds and the Plan of Finance have been submitted to such public hearing held on behalf of the City Council of the City of Gulf Breeze, Florida (the "City Council") on December 1, 2014; and

WHEREAS, the City Manager has conducted the public hearing on behalf of the City Council and provided reasonable opportunity for all interested persons to express their views, both orally and in writing and diligently and conscientiously considered all comments and concerns expressed by such individuals, if any; and

WHEREAS, the City Council desires to approve the Bonds and the issuance and sale thereof pursuant to the Plan of Finance and to grant all approvals required or contemplated by Section 147(f) of the Code, to express its approval of the action taken by the Agency and its officials pursuant to the Agency Resolution, and to grant all other approvals required by the Enabling Agreement, as amended and the Original Resolution in connection with the issuance and sale of the Bonds;

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA:

SECTION 1. PUBLIC HEARING NOTICE AND REPORT APPROVED.

The City Council hereby approves the form of and the manner of publication of the Notice of Public Hearing (the "Notice") published on November 13, 2014, in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City. The City Council hereby approves the report of the public hearing conducted by the City Manager, a copy of which is attached as Exhibit "A" hereto. Such Notice and other means and methods utilized by the City to give notice of purpose, time and date of the public hearing provided reasonable notice sufficient to inform residents of the City of the proposed Bonds.

SECTION 2. BONDS AND PLAN OF FINANCE APPROVED.

For purposes of the Act, the City hereby approves the Plan of Finance described herein, and the issuance of the Bonds described in the Notice. The Agency and its officers, employees, agents and attorneys are hereby authorized from time to time to take all action, to execute and deliver such authorizations, approvals, certificates and documents, and to enter into, on behalf of the Agency, such interlocal agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, reimbursement agreements, and other agreements, approvals or instruments deemed necessary or convenient to effect, implement, maintain and continue the Plan of Finance, the financing or refinancing, including through reimbursement, of the Facilities through the issuance from time to time of the Bonds and the purposes for which the Bonds are to be issued, including, without limitation, the Amendment (hereinafter defined) and the Agency Resolution. No obligation of the Agency under any such agreement shall constitute an obligation of the City except to the extent the same may be expressly approved by the City. The Bonds shall be limited and special obligations of the Agency, and shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of the City.

SECTION 3. AMENDMENT NO. 56 TO THE ENABLING AGREEMENT APPROVED.

Pursuant to the Enabling Agreement, there is hereby approved the execution and delivery of Amendment No. 56 to the Enabling Agreement (the "Amendment") to effect the approvals set forth in Section 1 and Section 2 hereof. Such Amendment shall be in substantially the form attached hereto as Exhibit "B," and the Mayor is authorized to execute and deliver the same on behalf of the City Council, with such changes not inconsistent herewith as the Mayor shall approve, her execution thereof to conclusively establish such approval.

SECTION 4. TEFRA APPROVAL.

After diligent and conscientious consideration of the views expressed by the persons appearing at the public hearing, the City Council hereby approves the Agency's Plan of Finance which includes (i) the issuance by the Agency of approximately \$25,000,000 aggregate principal amount of revenue bonds for all purposes of the Enabling Agreement, as amended, and for all purposes of the Original Resolution and (ii) the issuance by the Agency of tax-exempt bonds in an amount not exceeding \$25,000,000 for all purposes under Section 147(f) of the Code.

SECTION 5. REPEALING CLAUSE.

All resolutions or parts thereof of the City in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

SECTION 6. EFFECTIVE DATE.

This resolution shall take effect immediately upon its adoption this 1st day of December, 2014.

**GULF BREEZE, FLORIDA
CITY COUNCIL**

(SEAL)

By: _____
Beverly H. Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer, City Clerk

SCHEDULE "I"

The project herein described consist of the acquiring, upgrading, reconditioning, improving and beautification by the Borrower of existing low income multifamily rental housing facilities to be known as The Gardens Apartments, 13002, 13004, 13006, 13008, 13010, 13112, 13114, 13116, 13118, 13120, 13180 and 13235 Port Said Road, Opa-Locka, Florida 33054 and 13412, 13424, 13436, 13448 and 13450 Aswan Road, Opa-Locka, Florida 33054; and Tract 303 of the Revised Plat of Nile Gardens, Section One (PB38,PG56, M-DCR), Opa-Locka, Florida 33054, Miami Dade County, Florida.

AMENDMENT NO. 56 TO INTERLOCAL AGREEMENT

This **AMENDMENT NO. 56 TO INTERLOCAL AGREEMENT** (this "Amendment No. 56") is made and entered into as of the ____ day of December, 2014, by and among the **CITY OF GULF BREEZE, FLORIDA**, a municipal corporation of the State of Florida ("Gulf Breeze") and the **TOWN OF CENTURY, FLORIDA**, a municipal corporation of the State of Florida ("Century"). Gulf Breeze and Century may collectively be referred to herein as the "Parties."

WITNESSETH:

WHEREAS, the Parties hereto have by Interlocal Agreement, dated as of August 2, 1999, as amended by Amendments No. 1 through No. 55, heretofore provided for the creation of the Capital Trust Agency (the "Agency"), to enable public, private and not-for-profit organizations to obtain public assistance in financing certain projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, Glorieta Partners, Ltd., a Florida limited partnership, or one or more subsidiary or affiliated corporations, limited liability companies or limited partnerships (as applicable, the "Borrower"), has represented to the Agency that, acting for itself or through its affiliates, it is engaged in, among other things, acquiring, upgrading, reconditioning, improving and beautification, owning, and operating multifamily rental housing facilities; and

WHEREAS, on October 14, 2014, the Agency approved a request by the Borrower that the Agency issue its revenue bonds in a principal amount of approximately \$25,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), in one or more series from time to time (collectively, the "Bonds") and loan the net proceeds thereof to the Borrower, for the purpose, among other things, of financing or refinancing, including through reimbursement, the acquiring, upgrading, reconditioning, improving and beautification by the Borrower of existing low income multifamily rental housing facilities to be known as The Gardens Apartments (the "Facilities") described on the attached Schedule "I," located in the State of Florida; and

WHEREAS, the Agency will issue its Bonds on a case-by-case basis after review by the Agency, to provide financing and refinancing from time to time for individual projects or groups of projects, or eligible financing programs, based upon the credit pledged therefor from one or more of the projects, the Borrower, a sponsor, a credit enhancement facility, if any, or from the revenues of any such programs; and

WHEREAS, Section 7 of the Enabling Agreement requires that as a condition precedent to the Agency issuing the Bonds, the Agency must obtain the prior written approval, evidenced by resolution, from the governing bodies of Century and Gulf Breeze approving such issuance and approving an amendment to the Enabling Agreement specifically authorizing such issuance. Such approval evidenced

by appropriate resolutions has been obtained, authorizing the execution and delivery of this Amendment No. 56 to the Enabling Agreement with respect to the financing herein described; and

WHEREAS, the Parties desire to amend the Enabling Agreement to permit and authorize the Agency to issue the Bonds herein described and loan the proceeds to the Borrower in order to provide financing or refinancing, including through reimbursement, for the Facilities;

NOW, THEREFORE, the Parties hereby agree as follows:

SECTION 1. ENABLING AGREEMENT AMENDED FOR SERIES 2013 PROJECT.

This Amendment No. 56 is entered into pursuant to Section 7 of the Enabling Agreement for the purpose of authorizing the Agency to issue the Bonds and to finance projects of the type and character of the Facilities.

SECTION 2. BONDS, PROGRAM, PLAN OF FINANCE APPROVED.

The Parties do hereby approve and authorize the Bonds, and the issuance of Bonds from time to time, in one or more series, in an aggregate principal amount of approximately \$25,000,000 (the exact amount to be determined by an appropriate official of the Agency to be sufficient to enable the financing or refinancing, including through reimbursement, of the Facilities. Each installment or issue of such Bonds shall be designated by series, in such manner as the Agency shall determine, so as to separately identify each such installment or issue. The Agency and its officers, employees, agents and attorneys are hereby authorized to enter into, on behalf of the Agency, from time to time, interlocal agreements, cash management agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, escrow agreements, reimbursement agreements, security documents and other agreements, approvals or instruments deemed necessary or convenient to effect or implement the financing or refinancing, including through reimbursement, of the Facilities through the issuance of the Bonds, and the purposes and programs for which the Bonds are to be issued and to conform the purposes stated in the Articles of Incorporation of the Agency to authorizations herein contained. No obligation of the Agency under any such agreement or instrument shall constitute an obligation of Century or of Gulf Breeze. The Bonds shall be limited and special obligations of the Agency, payable from the revenues or receipts of the programs or projects, payments by the Borrower, a sponsor, or other sources relating to the purpose for which they are issued, all in the indentures for the Bonds. The Bonds shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of Century or of Gulf Breeze.

SECTION 3. ADMINISTRATIVE FEES AND EXPENSES FOR THE TOWN OF CENTURY.

Upon the issuance of each series or installment of Bonds, Century shall be paid by either the Agency or Gulf Breeze, solely from amounts received from the Borrower, the sum specified on Schedule "II" attached hereto.

SECTION 4. ENABLING AGREEMENT CONTINUED.

The Enabling Agreement, as amended hereby, is hereby ratified, confirmed and approved and shall otherwise continue in full force and effect. Nothing in this Amendment No. 56 shall be deemed to adversely affect the authorizations in the Enabling Agreement as it existed prior to the effective date of this Amendment No. 56, or to adversely affect the interests of the holders of any Bonds issued or to be issued pursuant to such authorizations. Except as and only to the extent specifically amended hereby, such Enabling Agreement is hereby incorporated by reference.

SECTION 5. INDEMNITY.

To the extent permitted by law, the Agency and Gulf Breeze shall indemnify and defend Century and hold Century harmless against any and all claims, losses, liabilities or damages to property or any injury or death of any person or persons occurring in connection with the issuance of the Bonds pursuant hereto, or in connection with the acquisition or operation of any project, or for any liability any way growing out of or resulting from the Enabling Agreement, as amended, this Amendment No. 56, the financing agreements and/or bond indentures executed in connection with the Bonds, including, without limitation, all costs and expenses of Century, including reasonable attorney's fees, incurred in the performance of any activities of Century in connection with the foregoing or the enforcement of any agreement of the Agency herein contained. Any such obligation of Gulf Breeze or the Agency shall be payable solely from the amounts available to them for such purposes under the Bond financing or any other plan of finance heretofore or hereafter undertaken by the Agency, and shall not constitute a general obligation or a pledge of the faith and credit of Gulf Breeze or the Agency, or an obligation to pay the same from any sources other than such amounts available to them for such purposes under the Bond financing.

SECTION 6. SEVERABILITY OF INVALID PROVISIONS.

If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provisions of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed severable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereto.

SECTION 7. COUNTERPARTS.

This Amendment may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

SECTION 8. EFFECTIVE DATE; AMENDMENTS.

This Amendment shall take effect when duly executed by the Parties and filed in accordance with law. This Amendment may be amended only by written instrument signed by authorized representatives of Century and of Gulf Breeze; provided, however, that no such amendment which

would adversely affect the rights of the holders or owners of any then outstanding Bonds of the Agency or of any other member shall take effect until such time as all necessary consents or approvals with respect to such Bonds shall have been obtained, in the case of the rights of bondholders, or the consents and approvals of the affected members, in the case of the rights of members.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parties have caused this Amendment No. 56 to the Enabling Agreement to be executed by their duly authorized officers as of the date first above written.

CITY OF GULF BREEZE, FLORIDA

[SEAL]

By: _____
Beverly H. Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer
City Clerk

[Signature Page to Amendment No. 56 to Interlocal Agreement]

TOWN OF CENTURY, FLORIDA

[SEAL]

By: _____
Freddie W. McCall, Sr., Mayor

ATTEST:

By: _____
Leslie Gonzalez, Town Clerk

[Signature Page to Amendment No. 56 to Interlocal Agreement]

SCHEDULE "I"

The project herein described consist of the acquiring, upgrading, reconditioning, improving and beautification by the Borrower of existing low income multifamily rental housing facilities to be known as The Gardens Apartments, 13002, 13004, 13006, 13008, 13010, 13112, 13114, 13116, 13118, 13120, 13180 and 13235Port Said Road , Opa-Locka, Florida 33054and 13412, 13424, 13436, 13448 and 13450 Aswan Road, Opa-Locka, Florida 33054; and Tract 303 of the Revised Plat of Nile Gardens, Section One (PB38,PG56, M-DCR) Opa-Locka, Florida 33054, Miami Dade County, Florida.

SCHEDULE "II"
PAYMENT TO TOWN OF CENTURY

\$350.00 per million principal amount of each issue, upon issuance thereof, but not less than \$2,500.00.

**REPORT OF HEARING OFFICER
(GLORIETA PARTNERS, LTD.)**

This instrument shall constitute the official report of the undersigned designated official of the City of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida, with respect to a public hearing scheduled and held by the City on December 1, 2014, for and on behalf of the Capital Trust Agency (the "Agency"), a legal entity and public agency created and existing under Chapter 163, Part I, and Chapter 617, Florida Statutes, and established and empowered by the provisions of Chapter 159, Part II, Florida Statutes, Chapter 163, Part I, *et seq.*, Chapter 166, Part II, Florida Statutes, Chapter 617, Florida Statutes and other applicable provisions of law, in connection with the proposed issuance of the Agency's approximately \$25,000,000 revenue bonds (the "Bonds") on behalf of Glorieta Partners, Ltd., a Florida limited partnership, or one or more of its affiliates (as applicable, the "Borrower"), and whose principal place of business is 5910 North Ocean Boulevard, Ocean Ridge, Florida 33435. The proceeds of the Bonds will be loaned to the Borrower for financing the acquisition, upgrading, reconditioning, improvement and beautification by the Borrower of existing low income multifamily rental housing facilities to be known as The Gardens Apartments, 13002, 13004, 13006, 13008, 13010, 13112, 13114, 13116, 13118, 13120, 13180 and 13235 Port Said Road, Opa-Locka, Florida 33054 and 13412, 13424, 13436, 13448 and 13450 Aswan Road, Opa-Locka, Florida 33054; and Tract 303 of the Revised Plat of Nile Gardens, Section One (PB38,PG56, M-DCR), Opa-Locka, Florida 33054, Miami Dade County, Florida (the "Facilities"), as more fully described in Exhibit "A" hereto.

The public hearing was duly advertised in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City, on November 13, 2014. The proof of publication was presented to me at such hearing, and a copy is attached hereto as Exhibit "B" (the "Notice").

The hearing commenced at the time and location stated in the Notice. At such hearing, interested individuals were afforded reasonable opportunity to express their views, both orally and in writing, on all matters pertaining to the plan of finance and the financing of the Facilities. Information about the proposed Bonds, the location of the Facilities, and the proposed use of the proceeds were presented. When the information had been presented, opportunity was given for members of the public in attendance to give their input. It was noted that no written communication was received.

No interested party was in attendance at the public hearing. Minutes of the Council Meeting, including the public hearing, will be kept on file with the City Clerk as referenced in Exhibit "C" hereto. The undersigned then concluded the hearing.

Respectfully submitted,

By: _____
Edwin Eddy, City Manager

**EXHIBIT "A" TO
REPORT OF HEARING OFFICER
(GLORIETA PARTNERS, LTD.)**

The project herein described consist of the acquiring, upgrading, reconditioning, improving and beautification by the Borrower of existing low income multifamily rental housing facilities to be known as The Gardens Apartments, 13002, 13004, 13006, 13008, 13010, 13112, 13114, 13116, 13118, 13120, 13180 and 13235 Port Said Road, Opa-Locka, Florida 33054 and 13412, 13424, 13436, 13448 and 13450 Aswan Road, Opa-Locka, Florida 33054; and Tract 303 of the Revised Plat of Nile Gardens, Section One (PB38,PG56, M-DCR), Opa-Locka, Florida 33054, Miami Dade County, Florida.

**EXHIBIT "B" TO
REPORT OF HEARING OFFICER
(GLORIETA PARTNERS, LTD.)**

PROOF OF PUBLICATION

[FOLLOWS]



The Gulf Breeze News

Published Weekly
Established in 2001

STATE OF FLORIDA
County of Santa Rosa

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FL

LEGAL 26445
GULF BREEZE NEWS
NOVEMBER 13, 2014

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FLORIDA

For the purpose of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), notice is hereby given that the City of Gulf Breeze, Florida (the "City") will hold a public hearing at 10:00 a.m. on Monday, December 1, 2014, in the City Council Chambers located at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. The purpose of the public hearing is to consider a plan of finance to provide funds to be loaned by the Capital Trust Agency (the "Agency") to Gloneta Partners, Ltd., a Florida limited partnership, or one or more subsidiary or affiliated corporations, limited liability companies or limited partnerships (as applicable, the "Borrower"), for financing or refinancing the cost of acquiring, upgrading, reconditioning, improving and beautification by the Borrower of existing low income multifamily rental housing facilities known as The Gardens Apartments, located at 13002, 13004, 13006, 13008, 13010, 13112, 13114, 13116, 13118, 13120, 13180 and 13235 Port Said Road, Opa-Locka, Florida 33054 and 13412, 13424, 13436, 13448 and 13450 Aswan Road, Opa-Locka, Florida 33054; and Tract 303 of the Revised Plat of Nile Gardens, Section One (PB98, PG55, M-DCR) Opa-Locka, Florida 33054; Miami Dade County, Florida (collectively, the "Facilities").

The plan of finance contemplates that the Agency will issue, in respect to such Facilities, not exceeding \$25,000,000 in aggregate principal amount of its revenue bonds (the "Bonds"), in one or more installments or series, and loan the proceeds of such Bonds to the Borrower to provide funds for the Facilities. The Facilities will be owned by the Borrower. The initial manager of the Facilities will be CT Services, LLC (the "Manager").

The purpose of the public hearing is to comply with the provisions of Section 147(f) of the Code. The City will not issue, and will not be obligated on, the Bonds.

The Bonds, when issued, will be special, limited obligations payable solely out of the revenues, income and receipts pledged to the payment thereof and derived from financing agreements with the Borrower, and the Agency will not be obligated to pay the principal of, premium, if any, or interest on the Bonds except from the payments of the Borrower. The Bonds will not constitute (i) a debt, liability or obligation of the Agency, the City, the State of Florida (the "State"), or any political subdivision, public agency or municipality thereof, (ii) a pledge of the full faith and credit of the Agency, the City, the State, or any political subdivision, public agency or municipality thereof, or (iii) a pledge of the taxing power of the City, the State, or any political subdivision or municipality thereof within the meaning of any constitutional or statutory provision. The Agency has no taxing power.

At the time and place fixed for said public hearing all who appear will be given an opportunity to express their views for or against the proposal to approve said Bonds and the plan of finance. Prior to said public hearing, written comments may be delivered to the City Manager of the City, at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. All persons are advised that, if they decide to appeal any decision made by the City with respect to any matter considered at this meeting, they will need a record of the proceedings, and for such purpose, they may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based. All interested persons are invited to present their comments at the time and place set forth above.

Following the hearing, a report concerning this public hearing will be submitted to the applicable elected representative responsible for approving the issuance of the Bonds.

In accordance with the Americans with Disabilities Act and Section 286.26, Florida Statutes, as amended, persons in need of a special accommodation to participate in the proceedings shall contact the telephone operator of City Hall, 1070 Shoreline Drive, Gulf Breeze, Florida 32561, 850-934-5115, at least 48 hours in advance of the meeting, excluding Saturday and Sunday.

LEGAL 26445 Gulf Breeze News 1x 11/13/14

Before the undersigned authority personally appeared Darla Thompson-Casteel who is personally known to me and who on oath says that she is Office Manager of the Gulf Breeze News, a weekly newspaper published at Gulf Breeze in Santa Rosa County, Florida; that the attached copy of advertisement, being a:

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FL

Received from City of Gulf Breeze and was published in said newspaper in the issue of:

NOVEMBER 13, 2014

Affiant further says that the said Gulf Breeze News published in Gulf Breeze in said Santa Rosa County, Florida, and that said newspaper has heretofore been continuously published in said county each week and has been entered as second class mail matter at the post office in Gulf Breeze, in said Santa Rosa County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

Darla Thompson-Casteel
Office Manager Darla Thompson-Casteel

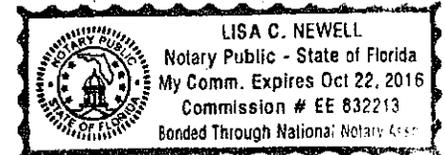
Sworn to and subscribed before me this
13th Day of NOVEMBER, A.D. 2014

Lisa C. Newell

Name Lisa C. Newell

Notary Public

My Commission Expires: 10-22-2016



**EXHIBIT "C" TO
REPORT OF HEARING OFFICER
(GLORIETA PARTNERS, LTD.)**

**MINUTES OF COUNCIL MEETING INCLUDING
PUBLIC HEARING ON FILE WITH CITY CLERK**



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

Memorandum

To : Mayor and City Council

From :  Edwin A. Eddy, City Manager

Date : November 24, 2014

Subject: **Resolution 32-14, Approving a Plan of Finance and the Issuance of Approximately \$25,000,000 in Capital Trust Agency Bonds for the Development of Senior Living Facilities in Venice, Florida**

Attached is a copy of Resolution 32-14 which approves a plan of finance prepared by Tuscan Gardens of Venetia Bay Properties for development of senior living facilities in Venice, Florida. The Resolution also approves Amendment Number 57 to the Inter local Agreement between the Town of Century and the City of Gulf Breeze and authorizes the issuance of approximately \$25,000,000 in Capital Trust Agency bonds.

The CTA Board reviewed the plan of finance and the documents associated with the issuance of the CTA bonds. The CTA Board makes the following recommendation.

RECOMMENDATION:

THAT THE CITY COUNCIL ADOPT RESOLUTION 32-14 APPROVING A PLAN OF FINANCE FOR THE TUSCAN GARDEN OF VENETIA BAY PROPERTIES FOR SENIOR LIVING FACILITIES IN VENICE FLORIDA.

RESOLUTION ____-14

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA, APPROVING A PLAN OF FINANCE FOR THE COSTS OF THE ACQUISITION, CONSTRUCTION, DEVELOPMENT, INSTALLATION AND EQUIPPING OF A SENIOR LIVING FACILITY LOCATED IN THE STATE OF FLORIDA; APPROVING THE ISSUANCE OF APPROXIMATELY \$25,000,000 CAPITAL TRUST AGENCY REVENUE BONDS FOR THE PURPOSE OF FINANCING A LOAN PROGRAM TO ASSIST IN FINANCING SUCH FACILITY; PROVIDING FOR REPEAL OF CONFLICTING PROVISIONS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City Council (the "City Council") of Gulf Breeze, Florida (the "City"), a municipal corporation of the State (the "State"), has heretofore adopted Resolution No. 14-99 dated as of July 19, 1999 (the "Original Resolution"), and entered into an Interlocal Agreement between the City and the Town of Century, Florida, dated as of August 2, 1999, as amended by Amendment No. 1 through No. 56 (collectively, the "Enabling Agreement"), approving the creation of the Capital Trust Agency (the "Agency"), a legal entity and public agency of the State, organized and existing under the provisions of Chapter 163, Part I, and Chapter 159, Part II, Florida Statutes, Ordinance No. 05-97 of the City, as amended, and its Articles of Incorporation, as amended and other applicable provisions of law (collectively the "Act"), to enable public, private and not-for-profit organizations to obtain public assistance in financing and refinancing certain beneficial projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, pursuant to the Act and in accordance with the provisions of the Original Resolution, the Agency did on November 5, 2014, take official action by adopting its preliminary resolution (the "Agency Resolution") indicating its intent to authorize the financing, including through reimbursement, of the hereinafter described project, and the issuance from time to time of revenue bonds (the "Bonds") by the Agency for a loan program for the purpose, among other things, of acquiring, constructing, developing, installing and equipping a senior living facility, and the acquisition and installation of related facilities, fixtures, furnishings and equipment, as described on Schedule "I" attached hereto (the "Senior Living Facility"); and

WHEREAS, the City has been advised that the Agency desires to issue the Bonds in an aggregate principal amount of approximately \$25,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), to finance the Senior Living Facility on behalf of Tuscan Gardens of Venetia Bay Properties, LLC, a Florida limited liability company, or one or more of its affiliates, whose principal place of business is 189 South Orange Avenue, Suite 1650, Orlando, Florida 32801 (as applicable, the "Borrower") to fund a program herein described (the "Plan of Finance"), such Senior Living Facility to be managed initially by CRSA/LCS Management, LLC, an Iowa limited liability company, Des Moines, Iowa; and

WHEREAS, the proposed Senior Living Facility is appropriate to the needs and circumstances of the community in which it will be located and will serve a public purpose by (i) providing gainful employment and making a significant contribution to the economic growth of the local community, (ii) promoting commerce within the State, (iii) providing safe, decent and

accessible housing facilities for the elderly, including providing memory support services, and (iv) advancing the economic prosperity and the general welfare of the State and its people; and

WHEREAS, in order to advance and further the public purposes set forth in the Act, it is necessary and in the public interest to facilitate the financing of the Senior Living Facility and to facilitate and encourage the planning and development of such Senior Living Facility without regard to the boundaries between counties, municipalities, special districts, and other local governmental bodies or agencies in order to more effectively and efficiently serve the interests of the greatest number of people in the widest area practicable; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires public approval of certain revenue bonds by an applicable elected representative or governmental unit on behalf of which such bonds are to be issued, following a public hearing; and

WHEREAS, (i) notice of such public hearing was given in the form required by the Code by publication at least fourteen (14) days prior to such public hearing in the *Gulf Breeze News* on November 13, 2014, and (ii) the Bonds and the Plan of Finance have been submitted to such public hearing held on behalf of the City Council of the City of Gulf Breeze, Florida (the "City Council") on December 1, 2014; and

WHEREAS, the City Manager has conducted the public hearing on behalf of the City Council and provided reasonable opportunity for all interested persons to express their views, both orally and in writing and diligently and conscientiously considered all comments and concerns expressed by such individuals, if any; and

WHEREAS, the City Council desires to approve the Bonds and the issuance and sale thereof pursuant to the Plan of Finance and to grant all approvals required or contemplated by Section 147(f) of the Code, to express its approval of the action taken by the Agency and its officials pursuant to the Agency Resolution, and to grant all other approvals required by the Enabling Agreement, as amended and the Original Resolution in connection with the issuance and sale of the Bonds;

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA:

SECTION 1. PUBLIC HEARING NOTICE AND REPORT APPROVED.

The City Council hereby approves the form of and the manner of publication of the Notice of Public Hearing (the "Notice") published on November 13, 2014, in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City. The City Council hereby approves the report of the public hearing conducted by the City Manager, a copy of which is attached as Exhibit "A" hereto. Such Notice and other means and methods utilized by the City to give notice of purpose, time and date of the public hearing provided reasonable notice sufficient to inform residents of the City of the proposed Bonds.

SECTION 2. BONDS AND PLAN OF FINANCE APPROVED.

For purposes of the Act, the City hereby approves the Plan of Finance described herein, and the issuance of the Bonds described in the Notice. The Agency and its officers, employees, agents and attorneys are hereby authorized from time to time to take all action, to execute and

deliver such authorizations, approvals, certificates and documents, and to enter into, on behalf of the Agency, such interlocal agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, reimbursement agreements, and other agreements, approvals or instruments deemed necessary or convenient to effect, implement, maintain and continue the Plan of Finance, the financing, including through reimbursement, of the Senior Living Facility through the issuance from time to time of the Bonds and the purposes for which the Bonds are to be issued, including, without limitation, the Amendment (hereinafter defined) and the Agency Resolution. No obligation of the Agency under any such agreement shall constitute an obligation of the City except to the extent the same may be expressly approved by the City. The Bonds shall be limited and special obligations of the Agency, and shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of the City.

SECTION 3. AMENDMENT NO. 57 TO THE ENABLING AGREEMENT RATIFIED.

Pursuant to the Enabling Agreement, there is hereby approved the execution and delivery of Amendment No. 57 to the Enabling Agreement (the "Amendment") to effect the approvals set forth in Section 1 and Section 2 hereof. Such Amendment shall be in substantially the form attached hereto as Exhibit "B," and the Mayor is authorized to execute and deliver the same on behalf of the City Council, with such changes not inconsistent herewith as the Mayor shall approve, her execution thereof to conclusively establish such approval.

SECTION 4. TEFRA APPROVAL.

After diligent and conscientious consideration of the views expressed by the persons appearing at the public hearing, the City Council hereby approves the Agency's Plan of Finance, which includes (i) the issuance by the Agency of approximately \$25,000,000 aggregate principal amount of revenue bonds for all purposes of the Enabling Agreement, as amended, and for all purposes of the Original Resolution and (ii) the issuance by the Agency of tax-exempt bonds in an amount not exceeding \$25,000,000 for all purposes under Section 147(f) of the Code.

SECTION 5. REPEALING CLAUSE.

All resolutions or parts thereof of the City in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

SECTION 6. EFFECTIVE DATE.

This resolution shall take effect immediately upon its adoption this 1st day of December, 2014.

**GULF BREEZE, FLORIDA
CITY COUNCIL**

(SEAL)

By: _____
Beverly H. Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer, City Clerk

SCHEDULE "I"

The project herein described consist of the acquisition, construction, development, installation and equipping of an approximately 136-unit senior living facility comprised of approximately 78 assisted living units and 58 assisted living units providing memory support services for the elderly, including related facilities, fixtures, furnishings and equipment, to be known as Tuscan Gardens of Venetia Bay, and located at 841 Venetia Bay Boulevard, in the City of Venice, Sarasota County, Florida 342850.

AMENDMENT NO. 57 TO INTERLOCAL AGREEMENT

This **AMENDMENT NO. 57 TO INTERLOCAL AGREEMENT** (this "Amendment No. 57") is made and entered into as of the ____ day of December, 2014, by and among the **CITY OF GULF BREEZE, FLORIDA**, a municipal corporation of the State of Florida ("Gulf Breeze") and the **TOWN OF CENTURY, FLORIDA**, a municipal corporation of the State of Florida ("Century"). Gulf Breeze and Century may collectively be referred to herein as the "Parties."

WITNESSETH:

WHEREAS, the Parties hereto have by Interlocal Agreement, dated as of August 2, 1999, as amended by Amendments No. 1 through No. 56 (collectively, the "Enabling Agreement"), heretofore provided for the creation of the Capital Trust Agency (the "Agency"), to enable public, private and not-for-profit organizations to obtain public assistance in financing certain projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, Tuscan Gardens of Venetia Bay Properties, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), has represented to the Agency that, acting for itself or through its affiliates, it is engaged in, among other things, acquiring, constructing, developing, improving, furnishing, equipping and owning senior living facilities; and

WHEREAS, on November 5, 2014, the Agency approved a request by the Borrower that the Agency issue its revenue bonds in a principal amount of approximately \$25,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), in one or more series from time to time (collectively, the "Bonds") and loan the net proceeds thereof to the Borrower, for the purpose, among other things, of financing, including through reimbursement, the acquisition, construction, development, installation and equipping of an approximately 136-unit senior living facility comprised of approximately 78 assisted living units and approximately 58 assisted living units providing memory support services for the elderly to be known as Tuscan Gardens of Venetia Bay (the "Senior Care Facility") described on Schedule "I" attached hereto, located in the State of Florida; and

WHEREAS, the Agency will issue its Bonds on a case-by-case basis after review by the Agency, to provide financing and refinancing from time to time for individual projects or groups of projects, or eligible financing programs, based upon the credit pledged therefor from one or more of the projects, the Borrower, a sponsor, a credit enhancement facility, if any, or from the revenues of any such programs; and

WHEREAS, Section 7 of the Enabling Agreement requires that as a condition precedent to the Agency issuing the Bonds, the Agency must obtain the prior written approval, evidenced by resolution, from the governing bodies of Century and Gulf Breeze approving such issuance and approving an amendment to the Enabling Agreement specifically authorizing such issuance. Such approval evidenced by appropriate resolutions has been obtained, authorizing the execution and delivery of this Amendment No. 57 to the Enabling Agreement with respect to the financing herein described; and

WHEREAS, the Parties desire to amend the Enabling Agreement to permit and authorize the

Agency to issue the Bonds herein described and loan the proceeds to the Borrower in order to provide financing, including through reimbursement, for the Senior Living Facility;

NOW, THEREFORE, the Parties hereby agree as follows:

SECTION 1. ENABLING AGREEMENT AMENDED FOR SERIES 2013 PROJECT.

This Amendment No. 57 is entered into pursuant to Section 7 of the Enabling Agreement for the purpose of authorizing the Agency to issue the Bonds and to finance projects of the type and character of the Facility.

SECTION 2. BONDS, PROGRAM, PLAN OF FINANCE APPROVED.

The Parties do hereby approve and authorize the Bonds, and the issuance of Bonds from time to time, in one or more series, in an aggregate principal amount of approximately \$25,000,000 (the exact amount to be determined by an appropriate official of the Agency to be sufficient to enable the financing, including through reimbursement, of the Senior Living Facility). Each installment or issue of such Bonds shall be designated by series, in such manner as the Agency shall determine, so as to separately identify each such installment or issue. The Agency and its officers, employees, agents and attorneys are hereby authorized to enter into, on behalf of the Agency, from time to time, interlocal agreements, cash management agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, escrow agreements, reimbursement agreements, security documents and other agreements, approvals or instruments deemed necessary or convenient to effect or implement the financing, including through reimbursement, of the Senior Living Facility through the issuance of the Bonds, and the purposes and programs for which the Bonds are to be issued and to conform the purposes stated in the Articles of Incorporation of the Agency to authorizations herein contained. No obligation of the Agency under any such agreement or instrument shall constitute an obligation of Century or Gulf Breeze. The Bonds shall be limited and special obligations of the Agency, payable from the revenues or receipts of the programs or projects, payments by the Borrower, a sponsor, or other sources relating to the purpose for which they are issued, all in the indentures for the Bonds. The Bonds shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of Century or of Gulf Breeze.

SECTION 3. ADMINISTRATIVE FEES AND EXPENSES FOR THE TOWN OF CENTURY.

Upon the issuance of each series or installment of Bonds, Century shall be paid by either the Agency or Gulf Breeze, solely from amounts received from the Borrower, the sum specified on Schedule "II" attached hereto.

SECTION 4. ENABLING AGREEMENT CONTINUED.

The Enabling Agreement, as amended hereby, is hereby ratified, confirmed and approved and shall otherwise continue in full force and effect. Nothing in this Amendment No. 57 shall be deemed to adversely affect the authorizations in the Enabling Agreement as it existed prior to the effective date of this Amendment No. 57, or to adversely affect the interests of the holders of any Bonds issued or to be issued pursuant to such authorizations. Except as and only to the extent specifically amended hereby, such Enabling Agreement is hereby incorporated by reference.

SECTION 5. INDEMNITY.

To the extent permitted by law, the Agency and Gulf Breeze shall indemnify and defend Century and hold Century harmless against any and all claims, losses, liabilities or damages to property or any injury or death of any person or persons occurring in connection with the issuance of the Bonds pursuant hereto, or in connection with the acquisition or operation of any project, or for any liability any way growing out of or resulting from the Enabling Agreement, as amended, this Amendment No. 57, the financing agreements and/or bond indentures executed in connection with the Bonds, including, without limitation, all costs and expenses of Century, including reasonable attorney's fees, incurred in the performance of any activities of Century in connection with the foregoing or the enforcement of any agreement of the Agency herein contained. Any such obligation of Gulf Breeze or the Agency shall be payable solely from the amounts available to them for such purposes under the Bond financing or any other plan of finance heretofore or hereafter undertaken by the Agency, and shall not constitute a general obligation or a pledge of the faith and credit of Gulf Breeze or the Agency, or an obligation to pay the same from any sources other than such amounts available to them for such purposes under the Bond financing.

SECTION 6. SEVERABILITY OF INVALID PROVISIONS.

If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provisions of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed severable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereto.

SECTION 7. COUNTERPARTS.

This Amendment may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

SECTION 8. EFFECTIVE DATE; AMENDMENTS.

This Amendment shall take effect when duly executed by the Parties and filed in accordance with law. This Amendment may be amended only by written instrument signed by authorized representatives of Century and of Gulf Breeze; provided, however, that no such amendment which would adversely affect the rights of the holders or owners of any then outstanding Bonds of the Agency or of any other member shall take effect until such time as all necessary consents or approvals with respect to such Bonds shall have been obtained, in the case of the rights of bondholders, or the consents and approvals of the affected members, in the case of the rights of members.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parties have caused this Amendment No. 57 to the Enabling Agreement to be executed by their duly authorized officers as of the date first above written.

CITY OF GULF BREEZE, FLORIDA

[SEAL]

By: _____
Beverly H. Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer
City Clerk

[Signature Page to Amendment No. 57 to Interlocal Agreement]

TOWN OF CENTURY, FLORIDA

[SEAL]

By: _____
Freddie W. McCall, Sr., Mayor

ATTEST:

By: _____
Leslie Gonzalez, Town Clerk

[Signature Page to Amendment No. 57 to Interlocal Agreement]

SCHEDULE "I"

The project herein described consists of the acquisition, construction, development, installation and equipping of an approximately 136-unit senior living facility comprised of approximately 78 assisted living units and approximately 58 assisted living units providing memory support services for the elderly, including related facilities, fixtures, furnishings and equipment, to be known as Tuscan Gardens of Venetia Bay, located at 841 Venetia Bay Boulevard, in the City of Venice, Sarasota County, Florida 34285

SCHEDULE "II"
PAYMENT TO TOWN OF CENTURY

\$350.00 per million principal amount of each issue, upon issuance thereof, but not less than \$2,500.00.

**REPORT OF HEARING OFFICER
(TUSCAN GARDENS OF VENETIA BAY PROPERTIES, LLC)**

This instrument shall constitute the official report of the undersigned designated official of the City of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida, with respect to a public hearing scheduled and held by the City on December 1, 2014, for and on behalf of the Capital Trust Agency (the "Agency"), a legal entity and public agency created and existing under Chapter 163, Part I, and Chapter 617, Florida Statutes, and established and empowered by the provisions of Chapter 159, Part II, Florida Statutes, Chapter 163, Part I, *et seq.*, Chapter 166, Part II, Florida Statutes, Chapter 617, Florida Statutes and other applicable provisions of law, in connection with the proposed issuance of the Agency's approximately \$25,000,000 revenue bonds (the "Bonds") on behalf of Tuscan Gardens of Venetia Bay Properties, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), and whose principal place of business is 189 South Orange Avenue, Suite 1650, Orlando, Florida 32801. The proceeds of the Bonds will be loaned to the Borrower for financing the acquisition, construction, development, installation and equipping of a 136-unit senior living facility comprised of 78 assisted living units and 58 memory care units to be known as Tuscan Gardens of Venetia Bay (the "Senior Living Facility"), as more fully described in Exhibit "A" hereto.

The public hearing was duly advertised in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City, on November 13, 2014. The proof of publication was presented to me at such hearing, and a copy is attached hereto as Exhibit "B" (the "Notice").

The hearing commenced at the time and location stated in the Notice. At such hearing, interested individuals were afforded reasonable opportunity to express their views, both orally and in writing, on all matters pertaining to the plan of finance and the financing of the Senior Living Facility. Information about the proposed Bonds, the location of the Senior Living Facility, and the proposed use of the proceeds were presented. When the information had been presented, opportunity was given for members of the public in attendance to give their input. It was noted that no written communication was received.

No interested party was in attendance at the public hearing. Minutes of the Council Meeting, including the public hearing, will be kept on file with the City Clerk as referenced in Exhibit "C" hereto. The undersigned then concluded the hearing.

Respectfully submitted,

By: _____
Edwin Eddy, City Manager
City of Gulf Breeze, Florida

**EXHIBIT "A" TO
REPORT OF HEARING OFFICER
(TUSCAN GARDENS OF VENETIA BAY PROPERTIES, LLC)**

The project herein described consist of the acquisition, construction, development, installation and equipping of an approximately 136-unit senior living facility comprised of approximately 78 assisted living units and 58 assisted living units providing memory support services for the elderly, including related facilities, fixtures, furnishings and equipment, to be known as Tuscan Gardens of Venetia Bay, and located at 841 Venetia Bay Boulevard, in the City of Venice, Sarasota County, Florida 342850.

**EXHIBIT "B" TO
REPORT OF HEARING OFFICER
(TUSCAN GARDENS OF VENETIA BAY PROPERTIES, LLC)**

PROOF OF PUBLICATION

[FOLLOWS]



The Gulf Breeze News

Published Weekly
Established in 2001

STATE OF FLORIDA
County of Santa Rosa

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FL

LEGAL 26447
GULF BREEZE NEWS
NOVEMBER 13, 2014

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FLORIDA

For the purpose of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), notice is hereby given that the City of Gulf Breeze, Florida (the "City") will hold a public hearing at 10:00 a.m. on Monday, December 1, 2014, in the City Council Chambers located at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. The purpose of the public hearing is to consider a plan of finance to provide funds to be loaned by the Capital Trust Agency (the "Agency") to Tuscan Gardens of Venetia Bay Properties, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), for financing the cost of the acquisition, construction, development, installation and equipping of a 136-unit senior living facility comprised of 78 assisted living units and 58 memory care units to be known as Tuscan Gardens of Venetia Bay and to be located at 841 Venetia Bay Boulevard, in the City of Venice, Sarasota County, Florida 34285 (the "Senior Living Facility").

The plan of finance contemplates that the Agency will issue, in respect to such Senior Living Facility, not exceeding \$25,000,000 in aggregate principal amount of its revenue bonds (the "Bonds"), in one or more installments or series, and loan the proceeds of such Bonds to the Borrower to provide funds for the Senior Living Facility. The Senior Living Facility will be owned by the Borrower. The initial manager of the Senior Living Facility will be CRSA/LCS Management, LLC, an Iowa limited liability company, Des Moines, Iowa (the "Manager").

The purpose of the public hearing is to comply with the provisions of Section 147(f) of the Code. The City will not issue, and will not be obligated on, the Bonds.

The Bonds, when issued, will be special, limited obligations payable solely out of the revenues, income and receipts pledged to the payment thereof and derived from financing agreements with the Borrower, and the Agency will not be obligated to pay the principal of, premium, if any, or interest on the Bonds except from the payments of the Borrower. The Bonds will not constitute (i) a debt, liability or obligation of the Agency, the City, the State of Florida (the "State"), or any political subdivision, public agency or municipality thereof, (ii) a pledge of the full faith and credit of the Agency, the City, the State, or any political subdivision, public agency or municipality thereof, or (iii) a pledge of the taxing power of the City, the State, or any political subdivision or municipality thereof within the meaning of any constitutional or statutory provision. The Agency has no taxing power.

At the time and place fixed for said public hearing all who appear will be given an opportunity to express their views for or against the proposal to approve said Bonds and the plan of finance. Prior to said public hearing, written comments may be delivered to the City Manager of the City, at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. All persons are advised that, if they decide to appeal any decision made by the City with respect to any matter considered at this meeting, they will need a record of the proceedings, and for such purpose, they may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based. All interested persons are invited to present their comments at the time and place set forth above.

Following the hearing, a report concerning this public hearing will be submitted to the applicable elected representative responsible for approving the issuance of the Bonds.

In accordance with the Americans with Disabilities Act and Section 208.26, Florida Statutes, as amended, persons in need of a special accommodation to participate in the proceedings shall contact the telephone operator of City Hall, 1070 Shoreline Drive, Gulf Breeze, Florida 32561, 850-934-5115, at least 48 hours in advance of the meeting, excluding Saturday and Sunday.

LEGAL 26447

Gulf Breeze News

1x11/13/14

Before the undersigned authority personally appeared Darla Thompson-Casteel who is personally known to me and who on oath says that she is Office Manager of the Gulf Breeze News, a weekly newspaper published at Gulf Breeze in Santa Rosa County, Florida; that the attached copy of advertisement, being a:

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FL

Received from City of Gulf Breeze and was published in said newspaper in the issue of:

NOVEMBER 13, 2014

Affiant further says that the said Gulf Breeze News published in Gulf Breeze in said Santa Rosa County, Florida, and that said newspaper has heretofore been continuously published in said county each week and has been entered as second class mail matter at the post office in Gulf Breeze, in said Santa Rosa County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.


Office Manager Darla Thompson-Casteel

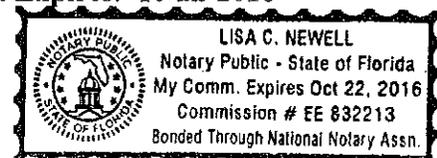
Sworn to an subscribed before me this
13th Day of NOVEMBER, A.D. 2014



Name Lisa C. Newell

Notary Public

My Commission Expires: 10-22-2016



**EXHIBIT "C" TO
REPORT OF HEARING OFFICER
(TUSCAN GARDENS OF VENETIA BAY PROPERTIES, LLC)**

**MINUTES OF COUNCIL MEETING INCLUDING
PUBLIC HEARING ON FILE WITH CITY CLERK**



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

Memorandum

To : Mayor and City Council

From :  Edwin A. Eddy, City Manager

Date : November 24, 2014

Subject: **Resolution 33-14, Approving a Plan of Finance and the Issuance of Approximately \$50,000,000 in Capital Trust Agency Bonds for the Development of Banyanwood Senior Living Facility.**

Attached is a copy of Resolution 33-14 which approves a plan of finance prepared by Banyanwood Senior Living for development of senior living facilities in Jacksonville, Florida. The Resolution also approves Amendment Number 59 to the Interlocal Agreement between the Town of Century and the City of Gulf Breeze and authorizes the issuance of approximately \$50,000,000 in Capital Trust Agency bonds.

The CTA Board reviewed the plan of finance and the documents associated with the issuance of the CTA bonds. The CTA Board makes the following recommendation.

RECOMMENDATION:

THAT THE CITY COUNCIL ADOPT RESOLUTION 33-14 APPROVING A PLAN OF FINANCE FOR BANYANWOOD SENIOR LIVING FACILITIES IN JACKSONVILLE, FLORIDA.

RESOLUTION 33-14

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA, APPROVING A PLAN OF FINANCE FOR THE COSTS OF THE ACQUISITION, CONSTRUCTION, DEVELOPMENT, INSTALLATION AND EQUIPPING OF A SENIOR LIVING FACILITY LOCATED IN THE STATE OF FLORIDA; APPROVING THE ISSUANCE NOT EXCEEDING \$50,000,000 CAPITAL TRUST AGENCY REVENUE BONDS FOR THE PURPOSE OF FINANCING A LOAN PROGRAM TO ASSIST IN FINANCING SUCH FACILITY; PROVIDING FOR REPEAL OF CONFLICTING PROVISIONS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City Council (the "City Council") of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida (the "State"), has heretofore adopted Resolution No. 14-99 dated as of July 19, 1999 (the "Original Resolution"), and entered into an Interlocal Agreement between the City and the Town of Century, Florida, dated as of August 2, 1999, as amended by Amendment No. 1 through No. 58 (collectively, the "Enabling Agreement"), approving the creation of the Capital Trust Agency (the "Agency"), a legal entity and public agency of the State, organized and existing under the provisions of Chapter 163, Part I, and Chapter 159, Part II, Florida Statutes, Ordinance No. 05-97 of the City, as amended, and its Articles of Incorporation, as amended and other applicable provisions of law (collectively the "Act"), to enable public, private and not-for-profit organizations to obtain public assistance in financing and refinancing, including through reimbursement, certain beneficial projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, pursuant to the Act and in accordance with the provisions of the Original Resolution, the Agency did on November 5, 2014, take official action by adopting its preliminary resolution (the "Agency Resolution") indicating its intent to authorize the financing, including through reimbursement, of the hereinafter described project, and the issuance from time to time of revenue bonds (the "Bonds") by the Agency for a loan program for the purpose, among other things, of acquiring, constructing, developing, installing and equipping a senior living facility and the acquisition and installation of related facilities, fixtures, furnishings and equipment, as described on Schedule "I" attached hereto (the "Senior Living Facility"); and

WHEREAS, the City has been advised that the Agency desires to issue the Bonds in an aggregate principal amount of not exceeding \$50,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), to finance the Senior Living Facility on behalf of Banyanwood Senior Living, LLC, a Florida limited liability company, or one or more of its affiliates, as described on the attached Schedule "I", whose principal place of business is 13400 Sutton Park Drive South, Suite 1402, Jacksonville, Florida 32224 (as applicable, the "Borrower") to fund a program herein described (the "Plan of Finance"), such Senior Living Facility to be managed initially by Greenbrier Senior Living, LLC, a Texas limited liability company, or its affiliate; and

WHEREAS, the proposed Senior Living Facility is appropriate to the needs and circumstances of the community in which it will be located and will serve a public purpose by (i) providing gainful employment and making a significant contribution to the economic growth of the local community, (ii) promoting commerce within the State, (iii) providing safe, decent and

accessible housing facilities for the elderly, including providing memory support services, and (iv) advancing the economic prosperity and the general welfare of the State and its people; and

WHEREAS, in order to advance and further the public purposes set forth in the Act, it is necessary and in the public interest to facilitate the financing of the Senior Living Facility and to facilitate and encourage the planning and development of such Senior Living Facility without regard to the boundaries between counties, municipalities, special districts, and other local governmental bodies or agencies in order to more effectively and efficiently serve the interests of the greatest number of people in the widest area practicable; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires public approval of certain revenue bonds by an applicable elected representative or governmental unit on behalf of which such bonds are to be issued, following a public hearing; and

WHEREAS, (i) notice of such public hearing was given in the form required by the Code by publication at least fourteen (14) days prior to such public hearing in the *Gulf Breeze News* on November 13, 2014, and (ii) the Bonds and the Plan of Finance have been submitted to such public hearing held on behalf of the City Council of the City of Gulf Breeze, Florida (the "City Council") on December 15, 2014; and

WHEREAS, the City Manager has conducted the public hearing on behalf of the City Council and provided reasonable opportunity for all interested persons to express their views, both orally and in writing and diligently and conscientiously considered all comments and concerns expressed by such individuals, if any; and

WHEREAS, the City Council desires to approve the Bonds and the issuance and sale thereof pursuant to the Plan of Finance and to grant all approvals required or contemplated by Section 147(f) of the Code, to express its approval of the action taken by the Agency and its officials pursuant to the Agency Resolution, and to grant all other approvals required by the Enabling Agreement, as amended and the Original Resolution in connection with the issuance and sale of the Bonds;

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GULF BREEZE, FLORIDA:

SECTION 1. PUBLIC HEARING NOTICE AND REPORT APPROVED.

The City Council hereby approves the form of and the manner of publication of the Notice of Public Hearing (the "Notice") published on November 13, 2014, in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City. The City Council hereby approves the report of the public hearing conducted by the City Manager, a copy of which is attached as Exhibit "A" hereto. Such Notice and other means and methods utilized by the City to give notice of purpose, time and date of the public hearing provided reasonable notice sufficient to inform residents of the City of the proposed Bonds.

SECTION 2. BONDS AND PLAN OF FINANCE APPROVED.

For purposes of the Act, the City hereby approves the Plan of Finance described herein, and the issuance of the Bonds described in the Notice. The Agency and its officers, employees, agents and attorneys are hereby authorized from time to time to take all action, to execute and

deliver such authorizations, approvals, certificates and documents, and to enter into, on behalf of the Agency, such interlocal agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, reimbursement agreements, security documents, bond indentures, loan agreements, bond purchase agreements, and other agreements, approvals or instruments deemed necessary or convenient to effect, implement, maintain and continue the Plan of Finance, the financing, including through reimbursement, of the Senior Living Facility through the issuance from time to time of the Bonds and the purposes for which the Bonds are to be issued, including, without limitation, the Amendment (hereinafter defined) and the Agency Resolution. No obligation of the Agency under any such agreement shall constitute an obligation of the City except to the extent the same may be expressly approved by the City. The Bonds shall be limited and special obligations of the Agency, and shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of the City.

SECTION 3. AMENDMENT NO. 59 TO THE ENABLING AGREEMENT RATIFIED.

Pursuant to the Enabling Agreement, there is hereby approved the execution and delivery of Amendment No. 59 to the Enabling Agreement (the "Amendment") to effect the approvals set forth in Section 1 and Section 2 hereof. Such Amendment shall be in substantially the form attached hereto as Exhibit "B," and the Mayor is authorized to execute and deliver the same on behalf of the City Council, with such changes not inconsistent herewith as the Mayor shall approve, her execution thereof to conclusively establish such approval.

SECTION 4. TEFRA APPROVAL.

After diligent and conscientious consideration of the views expressed by the persons appearing at the public hearing, the City Council hereby approves the Agency's Plan of Finance which includes (i) and the issuance by the Agency not exceeding \$50,000,000 aggregate principal amount of revenue bonds for all purposes of the Enabling Agreement, as amended, and for all purposes of the Original Resolution and (ii) the issuance by the Agency of tax-exempt bonds in an amount not exceeding \$50,000,000 for all purposes under Section 147(f) of the Code.

SECTION 5. REPEALING CLAUSE.

All resolutions or parts thereof of the City in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

SECTION 6. EFFECTIVE DATE.

This resolution shall take effect immediately upon its adoption this 15th day of December, 2014.

**GULF BREEZE, FLORIDA
CITY COUNCIL**

(SEAL)

By: _____
Beverly H. Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer, City Clerk

SCHEDULE "I"

The project herein described consist of the acquisition, construction, development, installation and equipping of an approximately 221-unit senior living facility comprised of approximately 133 independent living units, approximately 61 assisted living units and approximately 27 assisted living units providing memory support services for the elderly, including the site therefor and related facilities, fixtures, furnishings and equipment to be known as Banyanwood Senior Living, located at 8538 Gate Parkway West, City of Jacksonville, Duval County, Florida 32216.

AMENDMENT NO. 59 TO INTERLOCAL AGREEMENT

This **AMENDMENT NO. 59 TO INTERLOCAL AGREEMENT** (this "Amendment No. 59") is made and entered into as of the ____ day of December, 2014, by and among the **CITY OF GULF BREEZE, FLORIDA**, a municipal corporation of the State of Florida ("Gulf Breeze") and the **TOWN OF CENTURY, FLORIDA**, a municipal corporation of the State of Florida ("Century"). Gulf Breeze and Century may collectively be referred to herein as the "Parties."

WITNESSETH:

WHEREAS, the Parties hereto have by Interlocal Agreement, dated as of August 2, 1999, as amended by Amendments No. 1 through No. 58 (collectively, the "Enabling Agreement"), heretofore provided for the creation of the Capital Trust Agency (the "Agency"), to enable public, private and not-for-profit organizations to obtain public assistance in financing certain projects or programs that benefit, enhance and/or serve a public purpose; and

WHEREAS, Banyanwood Senior Living, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), has represented to the Agency that, acting for itself or through its affiliates, it is engaged in, among other things, acquiring, constructing, developing, improving, furnishing, equipping and owning senior living facilities; and

WHEREAS, on November 5, 2014, the Agency approved a request by the Borrower that the Agency issue its revenue bonds in a principal amount not exceeding \$50,000,000 (the exact amount to be determined by the appropriate official of the Agency, as being the amount required to fund the financing herein authorized), in one or more series from time to time (collectively, the "Bonds") and loan the net proceeds thereof to the Borrower, for the purpose, among other things, of financing, including through reimbursement, the acquisition, construction, development, installation and equipping of an approximately 221-unit senior living facility comprised of approximately 133 independent living units, approximately 61 assisted living units and approximately 27 assisted living units providing memory support services for the elderly, including the site therefor and related facilities, fixtures, furnishings and equipment to be known as Banyanwood Senior Living (the "Senior Living Facility") described on the attached Schedule "I," located in the State of Florida; and

WHEREAS, the Agency will issue its Bonds on a case-by-case basis after review by the Agency, to provide financing and refinancing from time to time for individual projects or groups of projects, or eligible financing programs, based upon the credit pledged therefor from one or more of the projects, the Borrower, a sponsor, a credit enhancement facility, if any, or from the revenues of any such programs; and

WHEREAS, Section 7 of the Enabling Agreement requires that as a condition precedent to the Agency issuing the Bonds, the Agency must obtain the prior written approval, evidenced by resolution, from the governing bodies of Century and Gulf Breeze approving such issuance and approving an amendment to the Enabling Agreement specifically authorizing such issuance. Such approval evidenced by appropriate resolutions has been obtained, authorizing the execution and delivery of this Amendment No. 59 to the Enabling Agreement with respect to the financing herein described; and

WHEREAS, the Parties desire to amend the Enabling Agreement to permit and authorize the Agency to issue the Bonds herein described and loan the proceeds to the Borrower in order to provide financing, including through reimbursement, for the Senior Living Facility;

NOW, THEREFORE, the Parties hereby agree as follows:

SECTION 1. ENABLING AGREEMENT AMENDED FOR SERIES 2013 PROJECT.

This Amendment No. 59 is entered into pursuant to Section 7 of the Enabling Agreement for the purpose of authorizing the Agency to issue the Bonds and to finance projects of the type and character of the Senior Living Facility.

SECTION 2. BONDS, PROGRAM, PLAN OF FINANCE APPROVED.

The Parties do hereby approve and authorize the Bonds, and the issuance of Bonds from time to time, in one or more series, in an aggregate principal amount of not exceeding \$50,000,000 (the exact amount to be determined by an appropriate official of the Agency to be sufficient to enable the financing, including through reimbursement, of the Senior Living Facility). Each installment or issue of such Bonds shall be designated by series, in such manner as the Agency shall determine, so as to separately identify each such installment or issue. The Agency and its officers, employees, agents and attorneys are hereby authorized to enter into, on behalf of the Agency, from time to time, interlocal agreements, cash management agreements, interest rate swap or hedge transactions, investment agreements, repurchase agreements, bond credit or insurance agreements, escrow agreements, reimbursement agreements, security documents, bond indentures, loan agreements, bond purchase agreements and other agreements, approvals or instruments deemed necessary or convenient to effect or implement the financing, including through reimbursement, of the Senior Living Facility through the issuance of the Bonds, and the purposes and programs for which the Bonds are to be issued and to conform the purposes stated in the Articles of Incorporation of the Agency to authorizations herein contained. No obligation of the Agency under any such agreement or instrument shall constitute an obligation of Century or Gulf Breeze. The Bonds shall be limited and special obligations of the Agency, payable from the revenues or receipts of the programs or projects, payments by the Borrower, a sponsor, or other sources relating to the purpose for which they are issued, all in the indentures for the Bonds. The Bonds shall not constitute a pledge of the faith and credit or taxing power of or constitute an obligation of Century or of Gulf Breeze.

SECTION 3. ADMINISTRATIVE FEES AND EXPENSES FOR THE TOWN OF CENTURY.

Upon the issuance of each series or installment of Bonds, Century shall be paid by either the Agency or Gulf Breeze, solely from amounts received from the Borrower, the sum specified on Schedule "II" attached hereto.

SECTION 4. ENABLING AGREEMENT CONTINUED.

The Enabling Agreement, as amended hereby, is hereby ratified, confirmed and approved and shall otherwise continue in full force and effect. Nothing in this Amendment No. 59 shall be deemed to adversely affect the authorizations in the Enabling Agreement as it existed prior to the effective date of this Amendment No. 59, or to adversely affect the interests of the holders of any Bonds issued or to be issued pursuant to such authorizations. Except as and only to the extent specifically amended hereby, such Enabling Agreement is hereby incorporated by reference.

SECTION 5. INDEMNITY.

To the extent permitted by law, the Agency and Gulf Breeze shall indemnify and defend Century and hold Century harmless against any and all claims, losses, liabilities or damages to property or any injury or death of any person or persons occurring in connection with the issuance of the Bonds pursuant hereto, or in connection with the acquisition or operation of any project, or for any liability any way growing out of or resulting from the Enabling Agreement, as amended, this Amendment No. 59, the financing agreements and/or bond indentures executed in connection with the Bonds, including, without limitation, all costs and expenses of Century, including reasonable attorney's fees, incurred in the performance of any activities of Century in connection with the foregoing or the enforcement of any agreement of the Agency herein contained. Any such obligation of Gulf Breeze or the Agency shall be payable solely from the amounts available to them for such purposes under the Bond financing or any other plan of finance heretofore or hereafter undertaken by the Agency, and shall not constitute a general obligation or a pledge of the faith and credit of Gulf Breeze or the Agency, or an obligation to pay the same from any sources other than such amounts available to them for such purposes under the Bond financing.

SECTION 6. SEVERABILITY OF INVALID PROVISIONS.

If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provisions of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed severable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereto.

SECTION 7. COUNTERPARTS.

This Amendment may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

SECTION 8. EFFECTIVE DATE; AMENDMENTS.

This Amendment shall take effect when duly executed by the Parties and filed in accordance with law. This Amendment may be amended only by written instrument signed by authorized representatives of Century and of Gulf Breeze; provided, however, that no such amendment which would adversely affect the rights of the holders or owners of any then outstanding Bonds of the Agency or of any other member shall take effect until such time as all necessary consents or approvals with respect to such Bonds shall have been obtained, in the case of the rights of bondholders, or the consents and approvals of the affected members, in the case of the rights of members.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parties have caused this Amendment No. 59 to the Enabling Agreement to be executed by their duly authorized officers as of the date first above written.

CITY OF GULF BREEZE, FLORIDA

[SEAL]

By: _____
Beverly H. Zimmern, Mayor

ATTEST:

By: _____
Leslie Guyer
City Clerk

[Signature Page to Amendment No. 59 to Interlocal Agreement]

TOWN OF CENTURY, FLORIDA

[SEAL]

By: _____
Freddie W. McCall, Sr., Mayor

ATTEST:

By: _____
Leslie Gonzalez, Town Clerk

[Signature Page to Amendment No. 59 to Interlocal Agreement]

SCHEDULE "I"

The project herein described consist of the acquisition, construction, development, installation and equipping of an approximately 221-unit senior living facility comprised of approximately 133 independent living units, approximately 61 assisted living units and approximately 27 assisted living units providing memory support services for the elderly, including the site therefor and related facilities, fixtures, furnishings and equipment to be known as Banyanwood Senior Living, located at 8538 Gate Parkway West, City of Jacksonville, Duval County, Florida 32216.

SCHEDULE "II"
PAYMENT TO TOWN OF CENTURY

\$350.00 per million principal amount of each issue, upon issuance thereof, but not less than \$2,500.00.

**REPORT OF HEARING OFFICER
(BANYANWOOD SENIOR LIVING, LLC)**

This instrument shall constitute the official report of the undersigned designated official of the City of Gulf Breeze, Florida (the "City"), a municipal corporation of the State of Florida, with respect to a public hearing scheduled and held by the City on December 1, 2014, for and on behalf of the Capital Trust Agency (the "Agency"), a legal entity and public agency created and existing under Chapter 163, Part I, and Chapter 617, Florida Statutes, and established and empowered by the provisions of Chapter 159, Part II, Florida Statutes, Chapter 163, Part I, *et seq.*, Chapter 166, Part II, Florida Statutes, Chapter 617, Florida Statutes and other applicable provisions of law, in connection with the proposed issuance of the Agency's not exceeding \$50,000,000 revenue bonds (the "Bonds") on behalf of Banyanwood Senior Living, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), and whose principal place of business is 13400 Sutton Park Drive South, Suite 1402, Jacksonville, Florida 32224. The proceeds of the Bonds will be loaned to the Borrower for financing the acquisition, construction, development, installation and equipping of an approximately 221-unit senior living facility comprised of approximately 133 independent living units, approximately 61 assisted living units and approximately 27 assisted living units providing memory support services for the elderly, including the site therefor and related facilities, fixtures, furnishings and equipment to be known as Banyanwood Senior Living (the "Senior Living Facility"), as more fully described in Exhibit "A" hereto.

The public hearing was duly advertised in the *Gulf Breeze News*, a newspaper of general circulation in the jurisdiction of the City, on November 13, 2014. The proof of publication was presented to me at such hearing, and a copy is attached hereto as Exhibit "B" (the "Notice").

The hearing commenced at the time and location stated in the Notice. At such hearing, interested individuals were afforded reasonable opportunity to express their views, both orally and in writing, on all matters pertaining to the plan of finance and the financing of the Senior Living Facility. Information about the proposed Bonds, the location of the Senior Living Facility, and the proposed use of the proceeds were presented. When the information had been presented, opportunity was given for members of the public in attendance to give their input. It was noted that no written communication was received.

No interested party was in attendance at the public hearing. Minutes of the Council Meeting, including the public hearing, will be kept on file with the City Clerk as referenced in Exhibit "C" hereto. The undersigned then concluded the hearing.

Respectfully submitted,

By: _____

Edwin Eddy, City Manager
City of Gulf Breeze, Florida

**EXHIBIT "A" TO
REPORT OF HEARING OFFICER
(BANYANWOOD SENIOR LIVING, LLC)**

The project herein described consist of the acquisition, construction, development, installation and equipping of an approximately 221-unit senior living facility comprised of approximately 133 independent living units, approximately 61 assisted living units and approximately 27 assisted living units providing memory support services for the elderly, including the site therefor and related facilities, fixtures, furnishings and equipment to be known as Banyanwood Senior Living, located at 8538 Gate Parkway West, City of Jacksonville, Duval County, Florida 32216.

**EXHIBIT "B" TO
REPORT OF HEARING OFFICER
(BANYANWOOD SENIOR LIVING, LLC)**

PROOF OF PUBLICATION

[FOLLOWS]



The Gulf Breeze News

Published Weekly
Established in 2001

STATE OF FLORIDA
County of Santa Rosa

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FL

LEGAL 26446
GULF BREEZE NEWS
NOVEMBER 13, 2014

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FLORIDA

For the purpose of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), notice is hereby given that the City of Gulf Breeze, Florida (the "City") will hold a public hearing at 10:00 a.m. on Monday, December 1, 2014, in the City Council Chambers located at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. The purpose of the public hearing is to consider a plan of finance to provide funds to be loaned by the Capital Trust Agency (the "Agency") to Banyanwood Senior Living, LLC, a Florida limited liability company, or one or more of its affiliates (as applicable, the "Borrower"), for the purpose of financing the cost of the acquisition, construction, development, installation and equipping of an approximately 221-unit senior living facility comprised of approximately 133 independent living units, approximately 61 assisted living units and approximately 27 assisted living units providing memory support services for the elderly, including the site therefor and related facilities, fixtures, furnishings and equipment, to be known as Silver Creek Jacksonville (the "Senior Living Facility"), and to be located at 8524 Gate Parkway West, City of Jacksonville, Duval County, Florida 32216.

The plan of finance contemplates that the Agency will issue, in respect to such Senior Living Facility, not exceeding \$50,000,000 in aggregate principal amount of its revenue bonds (the "Bonds"), in one or more installments or series, and loan the proceeds of such Bonds to the Borrower to provide funds for the Senior Living Facility. The Senior Living Facility will be owned by the Borrower. The initial manager of the Senior Living Facility will Greenbrier Senior Living, LLC, a Texas limited liability company, or an affiliate thereof, (the "Manager").

The purpose of the public hearing is to comply with the provisions of Section 147(f) of the Code. The City will not issue, and will not be obligated on, the Bonds.

The Bonds, when issued, will be special, limited obligations payable solely out of the revenues, income and receipts pledged to the payment thereof and derived from financing agreements with the Borrower, and the Agency will not be obligated to pay the principal of, premium, if any, or interest on the Bonds except from the payments of the Borrower. The Bonds will not constitute (i) a debt, liability or obligation of the Agency, the City, the State of Florida (the "State"), or any political subdivision, public agency or municipality thereof, (ii) a pledge of the full faith and credit of the Agency, the City, the State, or any political subdivision, public agency or municipality thereof, or (iii) a pledge of the taxing power of the City, the State, or any political subdivision or municipality thereof within the meaning of any constitutional or statutory provision. The Agency has no taxing power.

At the time and place fixed for said public hearing all who appear will be given an opportunity to express their views for or against the proposal to approve said Bonds and the plan of finance. Prior to said public hearing, written comments may be delivered to the City Manager of the City, at 1070 Shoreline Drive, Gulf Breeze, Florida 32561. All persons are advised that, if they decide to appeal any decision made by the City with respect to any matter considered at this meeting, they will need a record of the proceedings, and for such purpose, they may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based. All interested persons are invited to present their comments at the time and place set forth above. Following the hearing, a report concerning this public hearing will be submitted to the applicable elected representative responsible for approving the issuance of the Bonds.

In accordance with the Americans with Disabilities Act and Section 286.26, Florida Statutes, as amended, persons in need of a special accommodation to participate in the proceedings shall contact the telephone operator of City Hall, 1070 Shoreline Drive, Gulf Breeze, Florida 32561, 850-934-5115, at least 48 hours in advance of the meeting, excluding Saturday and Sunday.

LEGAL 26446

Gulf Breeze News

1x11/13/14

Before the undersigned authority personally appeared Darla Thompson-Casteel who is personally known to me and who on oath says that she is Office Manager of the Gulf Breeze News, a weekly newspaper published at Gulf Breeze in Santa Rosa County, Florida; that the attached copy of advertisement, being a:

NOTICE OF PUBLIC HEARING CITY OF GULF BREEZE, FL

Received from City of Gulf Breeze and was published in said newspaper in the issue of:

NOVEMBER 13, 2014

Affiant further says that the said Gulf Breeze News published in Gulf Breeze in said Santa Rosa County, Florida, and that said newspaper has heretofore been continuously published in said county each week and has been entered as second class mail matter at the post office in Gulf Breeze, in said Santa Rosa County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

Darla Thompson-Casteel
Office Manager Darla Thompson-Casteel

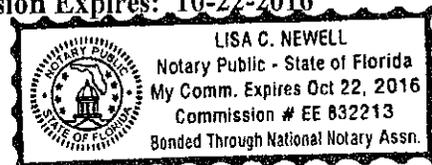
Sworn to and subscribed before me this
13th Day of NOVEMBER, A.D. 2014

Lisa Newell

Name Lisa C. Newell

Notary Public

My Commission Expires: 10-22-2016



**EXHIBIT "C" TO
REPORT OF HEARING OFFICER
(BANYANWOOD SENIOR LIVING, LLC)**

**MINUTES OF COUNCIL MEETING INCLUDING
PUBLIC HEARING ON FILE WITH CITY CLERK**



City of Gulf Breeze

To : Edwin A. Eddy, City Manager

From : Vernon L. Prather, Director of Public Services *V.P.*

Date : November 19, 2014

Subject : **15' x 145' Stormwater Easement at 700 Bay Cliffs Road**

In order to connect the existing Bay Cliffs Road stormwater system (exfiltration only, no discharge) to the City's 24" concrete discharge pipe located in the Gulf Isles National Seashore (GINS), staff has reached a tentative agreement for a Stormwater Easement with the owner of 700 Bay Cliffs.

This address has been identified as a preferred route for drain pipes suitable to convey stormwater to the current line which is located along the east boundary of the subdivision and GINS. We contacted other property owners in the area, but were unable to reach agreement to the conditions or terms in exchange for easement rights.

The proposed easement is 15' wide x 145' long as indicated in the attached drawing.

In exchange for granting the easement, the property owner(s) and staff have negotiated compensation to the property owner for \$3,500, plus certain restoration conditions as detailed in the attached letter between City staff and the property owners.

City Staff has also obtained the required work permit from GINS in order for work to be performed on park property (attached).

Recommendation: City Council authorize staff to secure the 15' wide x 145' long Stormwater Utility Easement at 700 Bay Cliffs Road for \$3,500 and restoration conditions as stated.



City of Gulf Breeze

October 10, 2014

Mrs. Katherine Miller
700 Bay Cliffs Rd
Gulf Breeze, FL 32561

Mrs. Miller,

In exchange for granting this 15' X 145'+/- easement located at: 700 BAY CLIFFS RD, GULF BREEZE, FL 32561, Legal description: LOT 15, BLOCK "A", BAY CLIFFS, A SUBDIVISION OF A PORTION OF SECTION 4, TOWNSHIP 3 SOUTH, RANGE 29 WEST, ACCORDING TO PLAT OF SAID SUBDIVISION RECORDED IN PLAT BOOK "B", AT PAGE 126 OF THE PUBLIC RECORDS OF SANTA ROSA COUNTY, FLORIDA, Parcel #: 04-3S-29-0220-00A00-0150;

The City of Gulf Breeze agrees to the following:

- Replacement of driveway with heavy-duty concrete.
- Replacement of fence with 6' wooden privacy fence with two separate gates located at the south side of the property in addition to a gate located on the east side of property for the City to gain access to the easement when needed.
- Payment of \$3,500 following execution of the agreement.

The City's contractor will be responsible to restore the area disturbed by the installation of the Storm Water Line such as: replacement of sod, repair/replacement of irrigation lines and fencing including changes to the utility lines located in proximity to the granted easement.

Sincerely,

Vernon L. Prather
Director of Public Services

This Instrument Prepared by:
Michael J. Stebbins
Michael J. Stebbins, P.L.
504 N. Baylen Street
Pensacola, Florida 32501
mjsteb@bellsouth.net
(850) 434-9922

UTILITY EASEMENT

THIS EASEMENT is made on this ____ day of _____, _____, by and between Kathryn Ann Miller, whose post office address is 700 Bay Cliffs Rd. Gulf Breeze, FL 32561 (hereinafter "Grantor"), and CITY OF GULF BREEZE, FLORIDA, a Florida municipal corporation, whose address is P.O. Box 640, Gulf Breeze, FL 32562 (hereinafter "Grantee").

RECITALS:

A. Grantor is the fee simple owner of that certain property located in the City of Gulf Breeze, Santa Rosa County, Florida, more particularly described in Exhibit "A" attached hereto and made a part hereof (hereinafter the "Property") and has the right to convey the Property and/or interest therein to Grantee.

B. Grantee is a Florida municipal corporation which provides sewer, water, and other utility services (hereinafter "Utility Services") in and about the City.

C. Grantor is willing to grant this Easement for purposes of enabling Grantee to provide storm water utility services so as to enable efficient Utility Services during periods of high ground water levels and flooding events.

NOW THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Grantor does hereby grant, bargain, sell and convey unto Grantee, its successors and assigns, forever, the perpetual, non-exclusive right and easement to enter upon, occupy and use the Property for the purposes of installation, construction, utilization, maintenance, repair and replacement of Storm Water Utility Service Lines, facilities and appurtenances, specifically including but not limited to appurtenances associated therewith, as well as all facilities and equipment necessary or convenient in connection therewith (hereinafter collectively the "Facilities"), together with the right to lay, bury, construct, operate, maintain, dig up, repair, install and replace such Facilities from time to time. "Storm Water Utility Lines" are designed to reduce house and street flooding by improving the storm water drainage system, by the installation of an underground storm water pipe."

2. Grantee agrees, at its sole cost and expense, to install, maintain, repair and replace all of Grantee's Facilities located within the Property, and repair or replace any damage to the ground surface and improvements (including but not limited to the buildings, trees, fences, and landscaping) located on the Property, or located on property owned by Grantor adjacent thereto, caused by the installation, construction, repair and maintenance of Grantee's Facilities located within the Property.

3. No improvements shall be constructed on the Property which may impair Grantee's use of the rights and easement contemplated herein.

4. This Easement and all rights and obligations contained herein shall be binding upon, and shall inure to the benefit of, the successors and assigns of the parties hereto and shall be deemed to run with the land.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed as of the day and year first above written.

Witnesses:

GRANTOR

Print/Type Name _____

By: _____
KATHRYN ANN MILLER

Print/Type Name _____

By: _____

Print/Type Name _____

Print/Type Name _____

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this ____ day _____ of 20__,

By
Who are/is () personally known to me, or () have produced _____ as
identification _____

Print/Type Name _____

Notary Public, State of _____

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this ____ day _____ of 20__,

By
Who are/is () personally known to me, or () have produced _____ as
identification _____

Print/Type Name _____

Notary Public, State of _____

GRANTEE

CITY OF GULF BREEZE

By: _____
Mayor

ATTESTED TO BY:

City Clerk

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this ____ day _____ of 20__,
by _____ and _____, Mayor and City Clerk, respectively, of the City of
Gulf Breeze, Florida, a Florida municipal corporation, on behalf of the city. They () are personally known to me, or ()
have produced _____ as identification.

Name _____ Print/Type
Notary Public, State of Florida

EXHIBIT "A"

THE 15' x 145' PARALLEL TO THE SOUTH PROPERTY LINE OF LOT 15, BLOCK "A", BAY CLIFFS, A SUBDIVISION OF A PORTION OF SECTION 4, TOWNSHIP 3 SOUTH, RANGE 29 WEST, ACCORDING TO PLAT OF SAID SUBDIVISION RECORDED IN PLAT BOOK "B", AT PAGE 126 OF THE PUBLIC RECORDS OF SANTA ROSA COUNTY, FLORIDA.



Proposed Easement

700 BAY CLIFFS RD



24" PVC line

Proposed connection

24" concrete line

700 Bay Cliffs Rd



IN REPLY REFER TO:

United States Department of the Interior

National Park Service
Gulf Islands National Seashore
1801 Gulf Breeze Parkway
Gulf Breeze, Florida 32563



L7617 (GUIS-SRS)

September 25, 2014

Harrold Hatcher
Compliance Officer
City of Gulf Breeze
1070 Shoreline Drive
Gulf Breeze Fl, 32562

Dear Mr. Hatcher,

Thank you for your letter regarding a storm water project on the city right of way on the western edge of the Navel Live Oaks district of Gulf Islands National Seashore(GINS) (right of way permit number RW 5320-87-002). After reviewing plans and a conducting a site visit, GINS will attach this letter to the ROW file, permitting the tie in of a new 24 inch drainage line from Bay Cliffs Road to the existing 24 inch line in the city right of way. Any installation must be constructed to allow for the passage of fire vehicles on the boundary. Please notify us of the final location of the tie-in, and at least 48 hours before construction begins. Please contact Cass Bromley, 850 916 3011 if you have any questions.

Sincerely,



Daniel R. Brown
Superintendent

TAKE PRIDE[®]
IN AMERICA 



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

Memorandum

To : Mayor and City Council
From :  Edwin A. Eddy, City Manager
Date : November 24, 2014
Subject: Appointment of Hearing Officer, Red Light Camera Enforcement

Michael Stebbins is the City's Hearing Officer for our Red Light Camera Enforcement program. Mr. Stebbins's was appointed recently as our Interim City Attorney. We are advised that he cannot hold both positions. While hearings are not common, it is necessary to appoint a new Hearing Officer.

Attached is a letter from Mr. Stebbins recommending Larry Matthews be appointed as the City's Hearing Officer for the Red Light Camera Enforcement program. Staff is also familiar with Mr. Matthews.

RECOMMENDATION:

THAT THE CITY COUNCIL APPOINT LARRY MATTHEWS AS HEARING OFFICER FOR THE RED LIGHT CAMERA ENFORCEMENT PROGRAM.



504 NORTH BAYLEN STREET
PENSACOLA, FLORIDA 32501
850-434-9922
FACSIMILE: 850-432-2028

November 14, 2014

Via Email

Edwin Eddy
City Manager
City of Gulf Breeze
1070 Shoreline Drive
Gulf Breeze, FL 32561

RE: New Hearing Officer
Gulf Breeze Red Light Camera Program

Dear Buz:

Attached is the letter application and resume of Larry Matthews for the position of Hearing Officer for the Gulf Breeze Red Light Camera Program.

I have known Larry for about 10 years. He comes with my highest recommendation for the position. His length of time practicing law, his experience as a litigator and mediator, and, most importantly, his temperament will make him a fine Hearing Officer.

If you have any questions, or would like to meet with Larry, please let me know.

Sincerely,

MICHAEL J. STEBBINS, P.L.

Michael J. Stebbins
For the Firm

MJS

Enclosures

pc: Curt Carver, Deputy City Manager (via email)
Matt E. Dannheisser, Esq. (via email)
Stephanie Lucas, City Clerk (via email)

Larry A. Matthews*+
Raymond F. Higgins, III
M. Kevin Hausfeld*
Michael E. Fenimore
Thomas R. Jenkins, of Counsel*+

* Also Admitted in Alabama
+ Certified Circuit Court Mediator
+ Board Certified Civil Trial Lawyer

M H H MATTHEWS
HIGGINS
HAUSFELD
FENIMORE
CIVIL TRIAL ATTORNEYS

Post Office Box 13145
Pensacola, FL 32591
114 East Gregory Street
Pensacola, FL 32502
(850) 434-2200 Phone
(850) 434-2600 Fax

November 13, 2014

Michael J. Stebbins, Esq.
504 N. Baylen Street
Pensacola, FL 32501

Re: Red Light Hearing Officer

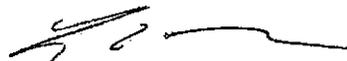
Dear Mike:

Thank you for the opportunity to apply for the position of Red Light Hearing Officer for the City of Gulf Breeze. I have enclosed my resume. Additional information on my experience and qualifications can be found on my firm's website at www.matthewshigginslaw.com.

As a long-time resident of the Gulf Breeze area (Villa Venyce), and a lawyer for over 30 years, I believe I am well qualified for the position and would enjoy the opportunity to work with a municipality for which I have so much admiration.

If you need further information, please contact me. If appropriate, I will be glad to personally meet with you or others to further discuss my qualifications.

Sincerely,



Larry A. Matthews
Lmatthews@matthewshigginslaw.com

LAM:nds
Enclosure

www.matthewshigginslaw.com

Mailing Address:
Post Office Box 13145
Pensacola, FL 32591
Fax (850) 434-2600

Main Office:
114 E. Gregory Street
Pensacola, FL 32502
Tel. (850) 434-2200

Panama City, FL Office:
475 Harrison Avenue
Panama City, FL 32401
Tel. (850) 769-7200

Mobile, AL Office:
910 Government Street
Mobile, AL 36604
Tel. (251) 434-6711



Larry A. Matthews

MH MATTHEWS
HIGGINS
HAUSFELD
FENIMORE
CIVIL TRIAL ATTORNEYS

Post Office Box 13145
Pensacola, FL 32591
114 East Gregory Street
Pensacola, FL 32502
(850) 434-2200 Phone
(850) 434-2600 Fax

EDUCATION

Florida State University Tallahassee, Florida	Juris Doctor Honors	1981
University of Florida Gainesville, Florida	Bachelor of Science, Accounting Honors	1976

EXPERIENCE

Matthews, Higgins, Hausfeld & Fenimore Pensacola & Panama City, Florida	Shareholder	2012 - present
Bozeman, Jenkins & Matthews, P.A. Pensacola & Ft. Walton Beach, Florida	Shareholder	1993 - 2011
Jenkins & Matthews Pensacola, Florida	Partner	1992 - 1993
Beggs & Lane Pensacola, Florida	Partner	1987 - 1992
Emmanuel, Sheppard & Condon Pensacola, Florida	Associate	1985 - 1987
Holland & Knight Tampa, Florida	Associate	1982 - 1985
Fowler, White et al. Tampa, Florida	Associate	1981 - 1982

NATURE OF PRACTICE

General civil litigation practice with emphasis in defense of personal injury matters including automobile negligence, professional negligence, premises liability & products liability, employment law and civil rights litigation. Commercial litigation including insurance coverage matters, real property matters & fire and casualty matters. Recent concentration in toxic tort litigation and complex case/class action litigation.

SPECIAL QUALIFICATIONS

Board Certified Civil Trial Lawyer (Florida) Certified Circuit Court Mediator (Florida)	Special Master, Value Adjustment Board Certified Public Accountant (inactive)
--	--

PROFESSIONAL ORGANIZATIONS

The Florida Bar (1982)	American Board of Trial Advocates
Alabama State Bar (1994)	American Trial Lawyers Association
U.S. District Court, Northern, Middle and Southern Districts of Florida	American Inns of Court
Tax Court	Florida Defense Lawyers Association
The Federal Bar Association	U.S. District Court, Southern District of Alabama



City of Gulf Breeze

OFFICE OF THE CITY MANAGER

MEMORANDUM

To : Mayor and City Council
From :  Edwin A. Eddy, City Manager
Date : November 24, 2014
Subject: **Santa Rosa County Local RESTORE Council**

Santa Rosa County Administrator Hunter Walker has requested that the City Council appoint a representative from the City to serve on the Santa Rosa County Local RESTORE Council. I currently serve on the RESTORE Council and recommend that the City Council reappoint me to represent the City of Gulf Breeze.

RECOMMENDATION:

THAT THE CITY COUNCIL APPOINT EDWIN EDDY, CITY MANAGER, TO SERVE ON THE SANTA ROSA COUNTY LOCAL RESTORE COUNCIL.



City of Gulf Breeze

TO: Edwin A. Eddy, City Manager
FROM: Thomas E. Lambert, Assistant Director of Public Services
DATE: November 24, 2014
RE: High School Outfall Pipe, Phase 2

A handwritten signature in black ink, appearing to be "T. Lambert", is written over the "FROM:" line of the memo.

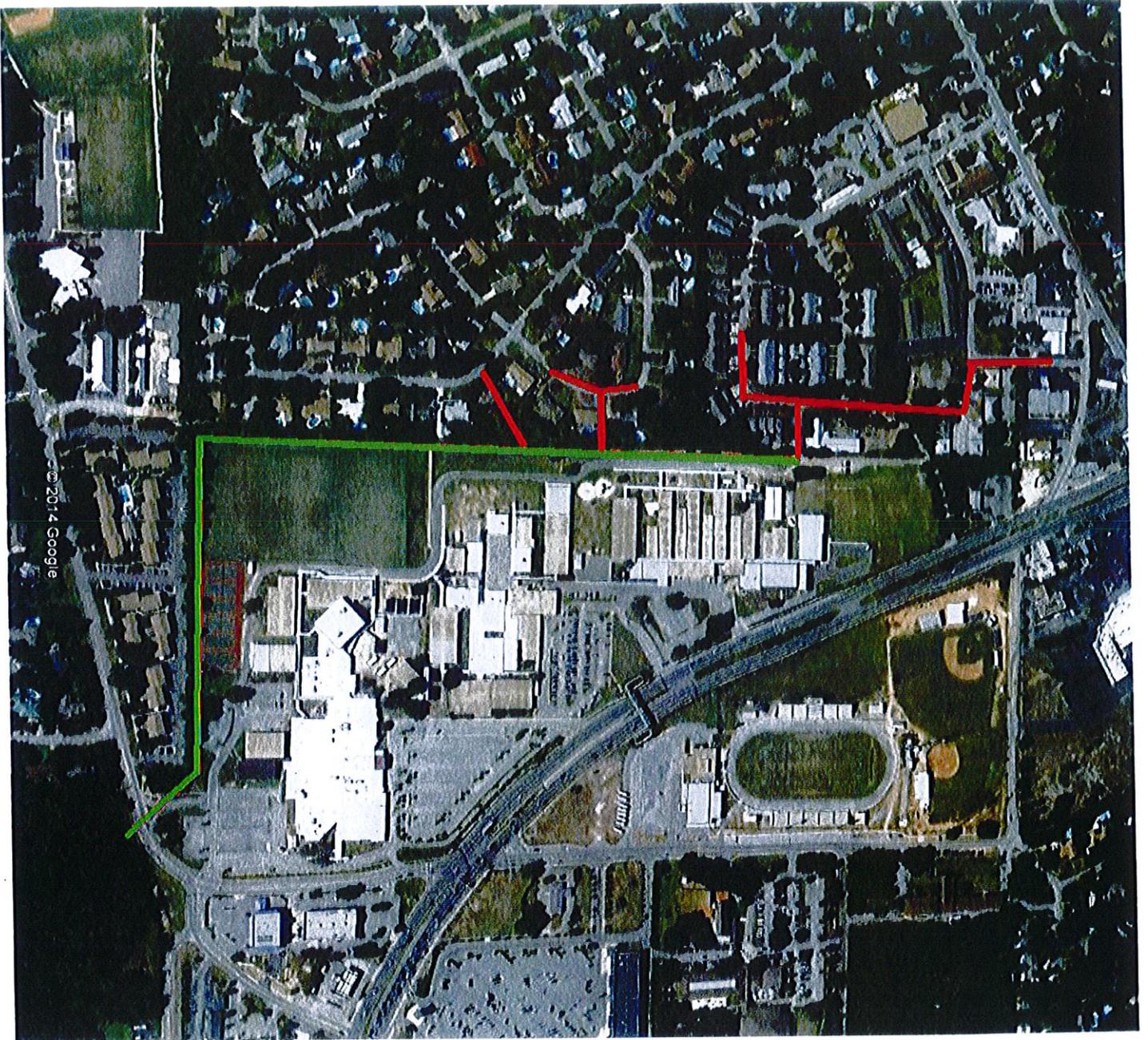
The Stormwater Task Force has previously recommended modification of the current stormwater design for the area including the streets of Russ Drive, Center Street, and Dracena Way. The previous design included a pump station with discharge to Hoffman Bayou. The revised plan is to construct a gravity system which flows to the south with discharge to wetlands as shown in the attached drawing. This change will require additional engineering in order to construct the new pipeline.

The City Council has previously approved the major part of the pipe redesign to be complete by Jehle-Halstead, Inc. along the School District property as shown in green on the attached drawing. The design revision of the collection system to connect to this pipe and the permitting revisions are proposed to be provided by Hatch, Mott, McDonald and shown in red. Hatch, Mott, McDonald provided the original design for the project and is the engineer of record for the environmental permits.

The attached proposal details the proposed cost of \$19,900 for additional design, survey, permitting and coordination services.

RECOMMENDATION:

STORMWATER TASK FORCE RECOMMENDS THAT THE CITY COUNCIL AUTHORIZE HATCH, MOTT, MCDONALD TO PROVIDE ENGINEERING SERVICES FOR THE SURVEYING AND RE-DESIGN OF THE STORMWATER COLLECTION SYSTEM, REVISIONS TO ENVIRONMENTAL PERMITTING, AND SURVEYING FOR EASEMENTS AT A COST OF \$19,900. FUNDING IS FROM GENERAL FUND CAPITAL RESERVES.



© 2014 Google



**Hatch Mott
MacDonald**

Hatch Mott MacDonald
5111 North 12th Ave
Pensacola, FL 32504
T 850.484.6011 www.hatchmott.com

AAC000035 EB0000155 LB00006783

November 11, 2014

Mr. Thomas Lambert, PE
Assistant Public Works Director
City of Gulf Breeze
1070 Shoreline Drive
Gulf Breeze, Florida 32561

**Re: Proposal for Additional Surveying and Civil Engineering Services
for Re-design of Nightingale, Center Street and Russ Drive areas
of Gulf Breeze Drainage Improvements Project.
HMM Project 322015**

Dear Mr. Lambert:

Hatch Mott MacDonald (HMM) is pleased to submit our proposal to provide Additional Surveying and Civil Engineering services for the above referenced project. The requested additional services will include survey and engineering efforts to complete the re-design of previously designed drainage improvements, within the above referenced areas of Gulf Breeze, and to secure a permit modification from NFWMD for the proposed modifications. For purposes of this proposal, the drainage area will be referred to as Nightingale Drainage Improvements. This proposal is based on our understanding of the project, the level of effort required to complete the scope of services defined below, as well as past experience with projects of similar size and scope.

TASK 1 – Topographic Survey

This task will involve the completion of additional topographic survey of portions of the right-of-ways along Nightingale Lane and Silverthorn Road. Topographic survey shall establish horizontal locations of right-of-way as well as vertical elevation of surface features as necessary to design proposed drainage improvements within the areas. Horizontal location and vertical elevations (when necessary and possible) shall be provided for marked or visually apparent utilities within the limits of the survey.

TASK 2 – Easements & Descriptions

This task will involve the field survey and preparation of legal descriptions of two (2) proposed stormwater easements adjacent to Nightingale Lane and Silverthorn Road, respectively.



TASK 3 – Construction Plan Updates

This task will involve preparation of updates to the construction plans necessary to construct the proposed drainage improvements. HMM shall provide the following efforts within this task:

90% Design Document Submittal: HMM shall incorporate, as appropriate, City comments made based upon the 60% design documents submittal. HMM shall then advance the design documents to approximately a 90% level of completeness. Design documents at this stage shall include 90% Construction Plans and draft technical specifications. HMM shall also prepare and submit an Opinion of Probable Construction Costs based upon proposed improvements and work efforts specified within the 90% construction plan submittal.

100% Design Document Submittal: HMM shall review, address and incorporate, as appropriate, City comments made based upon the 90% design documents submittal. HMM shall then advance the design documents to 100% completion. Documents at this stage shall include all Construction Plan updates.

TASK 4– Permit Modification

This task will include preparation of permit applications and supporting plans and documentation for submittal to the following agencies:

Northwest Florida Water Management District: Environmental Resource Permit modifications necessary due to proposed design changes.

It should be noted that proposed stormwater collection/transmission facility re-design and permitting efforts will be dependent upon and coordinated with construction plans for additional stormwater infrastructure across Gulf Breeze High School property which are to be completed by Jehle-Halstead, Inc (JHI). For the purposes of this proposal it is assumed that the re-design efforts under this scope of services as well as the construction plans proposed to be completed by JHI. will not include impacts to jurisdictional wetlands and, therefore, securing a modification to the existing United States Army Corps of Engineering Dredge and Fill permit previously issued for the project will not be required.



**Hatch Mott
MacDonald**

Mr. Thomas Lambert
November 11, 2014
Page 3 of 3

HMM proposes to provide the above described services for the following fees:

Task	Fee
Task 1 - Topographic Survey	\$ 1,500.00
Task 2 - Easements & Descriptions	\$ 1,000.00
Task 3 - Construction Plan Updates	\$ 14,500.00
Task 4 - ERP Permit Modification	\$ 2,900.00
Total Fee	\$ 19,900.00

HMM looks forward to providing professional engineering services on this project and will strive to provide you with timely and quality service. Thank you for the opportunity to be of service.

Very Truly Yours,

Hatch Mott MacDonald, LLC

Steven D. White, PE
Senior Project Engineer

David D. Skipper, PE
Vice President



City of Gulf Breeze

TO: Edwin A. Eddy, City Manager
FROM: Thomas E. Lambert, Assistant Director of Public Services
DATE: November 24, 2014
RE: Public Hearing for Technology Fee

The City Council and South Santa Rosa Utility System Board approved the addition of a \$2 per month technology fee for every water meter in the systems. The fee will pay for a portion of the meter replacement project, and the remainder will be saved for technology innovation projects that create cost savings.

We will begin advertising the public hearing on the utility bills being mailed on the December 10th and 17th, 2014 and January 2nd, 2015. The Public Hearing is recommended for January 20th, in order to provide adequate notice so that all customers who wish to attend will be able to.

RECOMMENDATION: THE CITY COUNCIL SET THE PUBLIC HEARING FOR THE \$2 PER MONTH TECHNOLOGY FEE ON JANUARY 20, 2015.