

**MINUTES OF MEETING  
MIDTOWN MIAMI  
COMMUNITY DEVELOPMENT DISTRICT**

A Regular Meeting of the Midtown Miami Community Development District's Board of Supervisors was held on Tuesday, December 12, 2017 at 1:00 p.m., at the offices of the CDD, Shops at Midtown Miami, 3401 N. Miami Avenue, 2<sup>nd</sup> floor parking garage, Suite 132, Miami, Florida 33127.

**Present and constituting a quorum were:**

Jon Samuel	Chair
Alex Miranda ( <i>via telephone</i> )	Vice Chair
Joseph Padula	Assistant Secretary
Michelle Jorge	Assistant Secretary

**Also present were:**

Craig Wrathell	District Manager
Cindy Cerbone	Wrathell, Hunt and Associates, LLC
Ginger Wald	District Counsel
Deborah Samuel	Operations Manager
Christine	Public – Nordstrom Rack
Anabella	Public – Nordstrom Rack

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Wrathell called the meeting to order at 1:07 p.m. Supervisors Samuel, Padula and Jorge were present, in person. Supervisor Miranda was attending via telephone. Supervisor Masarin was not present.

**SECOND ORDER OF BUSINESS**

**Public Comments**

Christine and Anabella attended the meeting as members of the public. Christine stated that she is the new Store Manager at the nearby Nordstrom Rack. She and Anabella wanted to stop by, meet their neighbors and find out what is going on in the District.

There being no further public comments, the next item followed.

**THIRD ORDER OF BUSINESS**

**Discussion: Tesla Proposal**

Ms. Samuel stated that she thought Ms. Wald was talking to Tesla and updating the proposal. The only further information Ms. Samuel had was regarding the location of the transformer. She presented a photograph of the transformer and was waiting on hearing about the actual sizes. A handout was circulated, which contained what she believed should be the location for the new transformer, as referenced in the handout. There was a drain where she suggested installing the new transformer and would point that out to Ms. Wald. In response to Mr. Wrathell's question, Ms. Samuel stated that, if the drain in the proposed location for the new transformer must be relocated, Tesla would pay for the relocation. Ms. Samuel would bring up the drain to Ms. Wald. She would hate to lose the long green area; additional information would be provided at the next meeting.

**FOURTH ORDER OF BUSINESS**

**Approval of Unaudited Financial Statements as of October 31, 2017**

Mr. Wrathell presented the Unaudited Financial Statements as of October 31, 2017. Assessment revenue collections were at 9% and expenditures were at 5%.

**On MOTION by Mr. Samuel and seconded by Mr. Padula, with all in favor, the Unaudited Financial Statements as of October 31, 2017, were approved.**

**FIFTH ORDER OF BUSINESS**

**Approval of November 14, 2017 Regular Meeting Minutes**

Mr. Wrathell presented the November 14, 2017 Regular Meeting Minutes and asked for any additions, deletions or corrections.

Line 77: Change "would be exclusive" to "would not be exclusive"

Line 78: Change "Ward" to "Wald"

Line 162: Change "Mr. Wrathell" to "Ms. Cerbone"

Ms. Cerbone recalled discussion at the last meeting regarding health care costs and what could be done for the District employees. For the record, she wanted to clarify that she and the Board would use the numbers that Ms. Cerbone obtained from her office's insurance broker

regarding coverage. For each employee, the District would extend an amount not-to-exceed \$10,000 per year to compensate them. That compensation would be taxable compensation so that they can, if they chose, obtain health care coverage on their own. The dollar amount was based on the current information from the insurance broker; she averaged the three annual amounts and it came to a total of \$8,400 for the year; approximately \$320 to \$340 bi-weekly. She wanted to ensure that everyone understood that, since there is a difference between reimbursement and compensation, this would be taxable compensation. It will be treated as miscellaneous compensation.

Mr. Samuel stated that it was that or an \$8,400 bonus to the employees.

Ms. Cerbone stated that the Employment Agreement will be adjusted accordingly. That \$10,000 allowed her, from year-to-year, to price health care and make adjustments.

Mr. Wrathell stated that the reason they did not end up pursuing a small group plan was because the District was short one or two employees to be able to qualify for a small group plan.

**On MOTION by Mr. Padula and seconded by Ms. Jorge, with all in favor, the November 14, 2017 Regular Meeting Minutes, as amended, were approved.**

**SIXTH ORDER OF BUSINESS**

**Staff Reports**

**A. Operations Manager**

**i. Monthly Report**

Ms. Samuel reported the following:

- Deco Bike: A picture was not available but the bike stations on North Miami Avenue looked great. As the District sees usage, new locations for bikes would be found, since buildings were coming on.
- Mahogany Trees: When Hyde gave the District the MOT and the Tree Remediation Plan, the City had approved it but, because they did not transplant the trees and discarded the trees, the City would not allow the new Mahogany Trees because the planters were not deep enough. Instead of explaining the problem, Hyde replaced the trees. After several meetings she urged the City of Miami to let the District reinstall the Mahogany trees because they were part of the District’s landscape pallet. The City agreed, as long as the

District takes responsibility for managing them, if there are every any disruptions to the sidewalk. As a Management Agreement was already in place, a new Agreement would not be needed and so they agreed. Going forward, she would have a meeting with Midtown 6 and with the City since they are doing the same thing. Larger trees must be transplanted. She has a meeting with Midtown 5 to discuss leaving the trees on site and protecting them or doing the system again.

- Hurricane Damage: Most of the hurricane damage was repaired, with the exception of trees that she was working on outsourcing to put the trees in highly visible areas. Where there is construction, if the trees cannot be replanted, the District might want to look at that before investing in more trees. She met with the Federal Emergency Management Agency (FEMA) and FEMA thought there was a good chance that the District might receive some funds; she was also working with the insurance claim. In the next meeting she will give out a copy of what was submitted to FEMA and what FEMA said. Right now, it is a process and the District is looking to recoup some of those funds so it can reinvest in the streetscapes.
- Capital Projects: All the overhead pipes on the second floor of the garage were painted and the elevator was being started; they were about 30% to 40% complete on the Capital Projects but did finish the cores and the second floor pipes.
- Infrastructure Punch List: There is now a system in place for Managing the construction; therefore, she has a better understanding of when things come up and could better address issues.
- Midtown 8: Is under construction. She met with the Developer last week because Midtown Boulevard was getting very dirty; the Developer was very receptive and willing to work together. The City is cooperating and verifying with the District that everything was addressed to the District's satisfaction, prior to issuing a final Certificate of Occupancy (CO); if not, the City holds back on issuing the CO. This gives the District a lot of leverage and motivates the Developer, GC, to finish everything because they do not want anything holding up their paperwork.
- Midtown 3: Was finished, it was difficult and right in the middle of everything.

Mr. Wrathell stated that, if the Board noticed, the meeting frequency has fluctuated. When he was hired as District Manager and Ms. Samuel was hired as the Operation's Manager,

the District had many problems and issues. Ms. Samuel has done a phenomenal job as Operation's Manager and dealing with things on a day-to-day basis. She keeps Management informed about the many problems and things that come up and, by the time Management knows about it, she has resolved the problems. It is difficult to understand the massive dynamics of the things Ms. Samuel deals with and the District appreciates it. She does a great job, things are running the smoothest they have ever run and she deserves a lot of credit.

Discussion ensued regarding the value Ms. Samuel has brought to the District and the savings she brought to the District, which would offset the new employee benefits.

**ii. Parking Information:**

- **Executive Summary**
- **Transient Parking Year Over Year Comparison**
- **Revenue By Lane Report**

These items were presented for informational purposes.

**iii. Update: Enterprise Fund Major Projects**

This item was not addressed.

**B. District Counsel**

Ms. Wald stated that she spoke with Mr. Richard LeBlanc III, Assistant General Counsel to ABM Parking Services, Inc. (ABM), just prior to Thanksgiving and gave the report to Ms. Cerbone. Ms. Wald explained to Mr. LeBlanc that the District has been asking his client, for about a year, for the Certificate of Insurance and the backup information. The District has repeatedly been told that they were self-insured and did not have the insurance but the Certificate of Insurance sent was not the correct date and was a year old. It was not the year the District was asking for and did not specifically have Midtown Miami CDD named; it just had the District's location as the additional insured. Those were backup information items that were repeatedly requested and were still being requested. The calculation of what they were paying, if they can prove it to the District that they had the insurance in place for that year, was necessary. Mr. LeBlanc advised Ms. Wald that he would obtain that information from ABM and forward it to her. In the meantime, Ms. Wald would let this matter sit; the information would probably not be provided to her until after the holidays. The follow-up was not by a letter; it was by phone, with a follow-up email providing her direct information to see what Mr. LeBlanc would provide. She has not heard back and would send him a friendly email after this meeting and, after that, let it

alone. She advised Mr. LeBlanc that the District does not want to go forward with litigation but, if he or ABM chooses to proceed, they should be prepared because, if they do not have the insurance, did not provide it and charged the District for the last eight years, then the District would be looking for a clawback.

**C. District Engineer**

There being no report, the next item followed.

**D. District Manager**

There being no report, the next item followed.

**ii. NEXT MEETING DATE: January 9, 2018 at 1:00 P.M.**

Mr. Wrathell stated that the next meeting will be held on January 9, 2018 at 1:00 p.m., at this location.

**SEVENTH ORDER OF BUSINESS**

**Audience Comments/Supervisors' Requests**

There being no audience comments or Supervisors' requests, the next item followed.

**EIGHTH ORDER OF BUSINESS**

**Adjournment**

There being no further business to discuss, the meeting adjourned.

**On MOTION by Mr. Padula and seconded by Mr. Samuel, with all in favor, the meeting adjourned at 1:32 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

  
Secretary/Assistant Secretary

  
Chair/Vice Chair