

**MINUTES OF MEETING
BEACON TRADEPORT
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Beacon Tradeport Community Development District was held on July 26, 2018 10:00 a.m. at the Dolphin Mall Management Office, 11401 NW 12th Street, Miami, Florida.

Present and constituting a quorum were:

Pete Marrero	Chairman
Phil Procacci	Vice Chairman
Brett Houston	Assistant Secretary
Al Lara	Assistant Secretary

Also present were:

Luis Hernandez	District Manager
Ginger Wald	District Counsel
Juan Alvarez	District Engineer

FIRST ORDER OF BUSINESS

Roll Call and Pledge of Allegiance

Mr. Hernandez called the meeting to order and called the roll, and indicated the pledge of allegiance was recited.

SECOND ORDER OF BUSINESS

Supervisors Requests and Audience Comments

Mr. Hernandez: Moving on to Supervisors Requests and Audience Comments. I want to indicate for the record that we don't have any audience today, not even the City of Sweetwater has joined us. Do any of the Supervisors have any requests or any items that have not been included on the agenda that you would like to discuss at this point?

Mr. Procacci: Brett, do you want to take the lead?

Mr. Houston: Yes. Is the road project on the agenda? We are not talking about that today?

Mr. Hernandez: Yes, there is a report that Juan will be providing.

Mr. Alvarez: There is Discussion on Adjacent Project for that.

Mr. Houston: Okay. We can wait until we get there then.

Mr. Hernandez: That is fine. At the same time, you have seen in the past that any items you want to discuss just let us know.

THIRD ORDER OF BUSINESS

**Approval of the Minutes of the
May 24, 2018 Meeting**

Mr. Hernandez: Moving forward, Approval of the Minutes of the May 24, 2018 Meeting would be the next item. This would be the time to make any changes, corrections, additions, or deletions. If there are none a motion to approve them would be in order.

On MOTION by Mr. Marrero seconded by Mr. Lara with all in favor the Minutes of the May 24, 2018 Meeting were approved.

FOURTH ORDER OF BUSINESS

Discussion on Adjacent Project

Mr. Hernandez: Item #4 is Discussion on Adjacent Project. Juan, if you could just help us with that item.

Mr. Alvarez: Well I wish I had better news, but the traffic study hasn't been approved by the county and consequently our plans have not yet been approved by them either. That approval is holding up everything, all of the construction plans, the WASA permits, etc. I spoke with the traffic engineer this morning and still the same thing.

Mr. Procacci: I want to make a recommendation in regard to that. In the past when I have had issues with permitting and Miami-Dade County, I hired a guy by the name of Guillermo Olmedillo. He used to be in charge of the Building, Planning, and Zoning Department. I think he is manager of Surfside now, but he does lobby and he has helped me with WASA before and some building department issues, so my recommendation is that we engage him to go ahead and be the intermediary because we are not getting any help. This is going on a year now and it is costing us money. I think that is what I would like to recommend.

Mr. Hernandez: From the District's side, in order for us to be able to enter into an agreement with any entity, we need an agreement or contract, or what we can have is a

not-to-exceed amount so that we will be able to start moving forward. It may not be paying the individual in full, but it will allow us to move forward. The part I am trying to say and since you have some sense of what would be the normal amount that is spent, the part I will ask for is a not-to-exceed amount so rather than coming back to say okay, we hired the guy, we will be able to come back with actual plans.

Mr. Houston: What do you think it will take to get him started?

Mr. Procacci: He has always been very reasonable with me. What I don't want to do is delay it. On the other hand, I don't want to speak for him, so I guess we can put a not-to-exceed amount. Maybe we should just do it that way.

Mr. Hernandez: Not only that, just for clarity of the record, when the Board approves a not-to-exceed amount, it doesn't mean that we go to the vendor and say we only have \$5,000. We typically ask them how much it will cost, and if it is within what the Board has approved, or less, then we move forward. But I understand why you don't want to put an amount that is forcing someone else to do the work if that is not enough, so if you give us a not-to-exceed amount, I think that would be more than appropriate.

Mr. Procacci: This is terrible. It is wasting Juan's time.

Mr. Hernandez: Yes, the District is paying engineer's time and everyone's time.

Mr. Procacci: Right and we are not getting anything for it.

Mr. Marrero: It is stuck in there. If this guy can potentially resolve it, we need him to move it forward. It should have been started by now.

Mr. Houston: We should have been close to finished by now. I will move to authorize the CDD manager to enter into a contract with Mr. Olmedillo for an amount not-to-exceed \$10,000 to assist us in the Miami-Dade County traffic study approval process.

On MOTION by Mr. Houston seconded by Mr. Procacci with all in favor the Board authorized the CDD manager to negotiate and enter into a contract with Mr. Olmedillo to assist in the Miami-Dade County traffic study approval process; not-to-exceed the amount of \$10,000.

Mr. Hernandez: Anything else?

Mr. Alvarez: I will be happy to help.

Mr. Procacci: You know him, right?

Mr. Alvarez: Yes, I have met him.

Mr. Procacci: I will reach out to him today.

Mr. Houston: He needs to go to Juan Calderon.

Mr. Hernandez: Yes. All of them have worked together in the past, so it shouldn't be an issue.

Mr. Houston: We need to ask him to give us a proposal today and send it to you.

Mr. Procacci: Okay.

FIFTH ORDER OF BUSINESS

Discussion on Budget

Mr. Hernandez: Item #5 is Discussion on Budget. The main area of concern that I have included it is because part of what I was saying to you that I think something needs to be done with the city as the District has an agreement with them and they have not released any of the funds. I have not wanted to take any action without getting the support from the Board prior to the District saying or doing anything. I think the least the District should be doing at this point is appointing the attorney to send some kind of notification to the city because as of this point, since the District has not received any funds in the TRIM notice, we do have the apportionment for the road projects and potentially the funds to pay for that which are sitting in the city's bank.

Mr. Procacci: I don't disagree. I think maybe what we should do is really request an accounting from them so we know how much we are getting. That way we are not sending a letter that you owe us money. Something like that and say so we can invoice you appropriately.

Mr. Marrero: Yes. We need to move forward with this because they owe us money and they should have been paying us. They are not going to do it unless we push them.

Mr. Procacci: I think maybe this letter for the accounting has to go out every three months or every six months, just so.

Mr. Lara: Putting a process in place.

Mr. Procacci: Yes. Just so it is automatic, they don't respond, then we will deal with that. And that letter could maybe just come from the attorney or manager.

Mr. Hernandez: We will work together on that.

Mr. Marrero: And what I would suggest if we don't get a timely response by the time we meet again, then we take the next step. If they haven't responded, you send the letter from the attorney.

Mr. Hernandez: Not a problem. So if the Board does not mind, I would appreciate a motion authorizing District staff to send the letter to the City of Sweetwater as indicated.

On MOTION by Mr. Lara seconded by Mr. Houston with all in favor District staff was authorized to periodically send a letter to the City of Sweetwater requesting the accounting that has been collected.

Mr. Hernandez: So Ginger and I will be working on that.

Mr. Procacci: Can we talk a little bit about the drainage while Juan is here still?

Mr. Hernandez: Certainly.

Mr. Procacci: Do you want to tell him how you are doing? He has seen emails from my team and we can let him tell us what he thinks.

Mr. Marrero: Yes. We obviously as you know did the whole project and all of the outfalls were cleared. I think some of the issues we are experiencing, I think we need to do some more investigation on our side and figure out why we are still having some of these issues. One of the things we did was to divert one of the drains to another drain and that seemed to work well. So I think we now have a strategy to look at three or four different alternatives because we feel confident that now that the outfalls are working the way they should, we are trying to figure out what is causing our backup. We do believe that most of that honestly is probably on our side, not on the CDD infrastructure side. I think it is on our side so we are going to be looking at it, but we still believe we have an issue with the parking deck and elevation and so forth. As you are aware, there was a difference of elevations of two feet high or something like that so we are dealing with that as well, and we have talked about a potential pump in the area by the electrical room

and so forth, but I think the only thing that we have done as a CDD is just the south part. We still have the rest. We haven't touched anything on the industrial side at all, correct?

Mr. Alvarez: The industrial side? Yes. We have done about 25%.

Mr. Marrero: Okay. So about 25% of the industrial and we're about 50% on the commercial side. Where are the issues that you are experiencing?

Mr. Procacci: You saw some of the pictures that were sent around? There were emails going back and forth with Ed Prelaz, our manager for the park. One of my tenants sent something saying, hope we are cleaning the drain because of the flooding. When we decided to do 25%, Luis, did we pay a certain amount of money to do that?

Mr. Hernandez: Yes. It is included within the budget. That is correct.

Mr. Procacci: But if our side wants all of the drains cleaned, the rest of the drains, then how would we do that? Would we engage that ourselves or would we engage that with you and just provide you with potentially additional funds to clean the rest? I think it has been probably not done every year and some of those areas are backed up and in the scope of things for when all of the property owners pay for that, it is really not a tremendous amount. How do you feel, Brett?

Mr. Houston: Yes. I don't have any problems on that.

Mr. Hernandez: The part I can say, and what I think would be prudent not only for the CDD, but also for the property owners is that there are some funds being held by the District for the purpose of cleaning the drainage. The portion that was for the industrial, basically everything that was being carried forward for several years was used last year by doing all of the front side. For the industrial side, that portion hasn't been touched that much. We have a set program, I believe it is every four years, so that the intended plan was that everything would come back to be cleaned every four years. Although, it is not unusual that with time you need to increase the amount of inspections that need to be made and cleaning that needs to be made. What I would suggest for the Board at this point is to allow for Juan to define what needs to be done to get it quantified and at that point I will be able to see what the District has in funds. I am extremely confident that the District is going to have enough funds to cover what needs to be done

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right now. Next year, if we see the cleaning needs to be increased, then at that point we can revise the budget to take those amounts into consideration, rather than coming today and asking for that.

Mr. Procacci: I agree with that. So you really need to wait for us to tell you what is necessary. So Juan, if there was a meeting being set up, we will see what that shows, then we can kind of make a decision. Mark will be down and maybe I will be down, too, and we can really just get a handle on what was done, and where we potentially have concerns. Maybe instead of doing all of the rest, maybe we can just do a couple portions and streets to get the main water out in order to get down to the lakes, and with Juan's advice we will make that decision.

Mr. Hernandez: That is exactly what I believe needs to be done at this point.

Mr. Alvarez: The meeting is on Monday at 1:00 p.m. in my office. I sent the invite to Mark and Ed. I didn't include you, but I can forward it to you.

Mr. Procacci: I can just write it down now.

Mr. Alvarez: Mark excused himself because he is not going to be there that day. If it is inconvenient, we can modify the date.

Mr. Procacci: Well right now it is set for 1:00 p.m. Mark said he couldn't make it. What about everyone else?

Mr. Alvarez: Mark can't make it. I have not heard from Ed.

Mr. Procacci: Who else is coming?

Mr. Alvarez: The contractor who did the work.

Mr. Procacci: Let me find out and I will respond back to you this afternoon when I get back. Is that okay?

Mr. Alvarez: Sure.

Mr. Hernandez: The current vendor is Shenandoah?

Mr. Alvarez: Yes.

Mr. Hernandez: So once again and just to summarize, let them define what is the damage, moneywise, and then we will revise the District funds and provide a set plan to get it done.

Mr. Procacci: Alright. Good.

Mr. Hernandez: Keep in mind, one of the items that I will probably be taking advantage of is that the District's fiscal year ends on September 30th, meaning with it just to give an example, if we have \$5,000 for 2018, which is the current fiscal year, on October 1, 2018 I will have another \$5,000. If we need to time it so that it is between September and October so that we can get everything done, we will do what will typically be done with the funds for two years.

Mr. Procacci: I have one more question. If we think that money isn't going to be sufficient, is the budget already approved or do we still have time to think about that?

Mr. Hernandez: It will be approved at the September meeting.

Mr. Procacci: So we will have more information by then and if we decide to increase that budget can we still?

Mr. Hernandez: You cannot increase it, but you will be able to shift some of the funds that we currently have within the budget.

Mr. Houston: So we are tied in with the total budget number?

Mr. Hernandez: Yes, we are tied to it, but what we can do as a governmental entity is shift some of the expenses. The District does have carry-forward from prior years that the Board can utilize at any moment.

Mr. Procacci: What do you mean you are tied into a certain amount?

Mr. Hernandez: By law by June 15th the District sets the assessment level. For example, let's say we have already said it is going to be only \$100, then I cannot exceed that \$100. What I can do is within those \$100, I can add the funds to drainage from landscaping and take those funds and move them.

Mr. Procacci: Oh, okay. But the following year, if we think we are globally under-budget on our drainage, then the following year we can increase the budget so we have the proper funds, right?

Mr. Hernandez: It is important to notice now that you are making that statement that it was recognized that the apportionment that was being collected for the commercial side, specifically for the Dolphin Mall, was kind of tied, too, and that is the reason the

Dolphin Mall has an increase this year. It went from \$130,000 to \$160,000 roughly. You can see the specifics in the budget, but it was made with the purpose of making sure the District has enough funds for those services. Next year I will move forward based with all of the processes we are going through if the budget needs to be adjusted and the Board will be made aware of that.

Mr. Procacci: Very good. Thank you.

SIXTH ORDER OF BUSINESS

Acceptance of Audit for Fiscal Year Ending September 30, 2017

Mr. Hernandez: The audit report, I have hardcopies from the auditors to pass out to you today. The Board is already familiar with the report. It is the same company we have used the prior year. It is a clean audit, as you will be able to see so unless the Board wants me to go through the entire report and process, the part I will be recommending at this time would be a motion to accept the audit for fiscal year ending September 30th.

On MOTION by Mr. Houston seconded by Mr. Marrero with all in favor the audit for fiscal year ending September 30, 2017 was accepted.

Mr. Hernandez: And just as a reminder to the Supervisors, you are only accepting the document into the District's records. It means the ones who are responsible for everything it says is the auditing firm.

SEVENTH ORDER OF BUSINESS

Staff Reports

A. Attorney - Discussion of 2018 Legislative Session Memorandum and Recently Approved Legislation

Mr. Hernandez: Moving forward to Staff Reports, Ginger?

Ms. Wald: The only report I have is already in your booklets, which is the annual memorandum our office puts out on any new legislation through the legislative session in the state of Florida that may potentially affect CDDs. It is pretty self-explanatory, but if anybody wants the entire set of laws, which is extremely long and boring, our office will be more than happy to provide that to you. The first one is a law that was already in

place that scrutinizes companies that boycotts Israel. Additionally, now there is confidentiality from public records fire systems as opposed to just police systems and alarm systems. So that is dealing with public records laws. Number three probably won't be many CDDs, but this could be one of the only ones that it could potentially affect actually because it deals with DRIs. Now CDDs can use the public facilities plan that has been provided by a developer for a DRI if they are moving forward as a CDD to enter into public works contracts. That is pretty much it.

Mr. Hernandez: Thank you very much, Ginger. Unless anyone has any questions for her, we can move forward.

B. Engineer – Acceptance of Year 2018 Beacon Tradeport CDD Report

Mr. Hernandez: Juan?

Mr. Alvarez: There is an engineer's report in your books. This is required by the master trust indenture that we prepare one of these reports every year. Essentially what it does is it identifies what the CDD owns in infrastructure and with identifications in terms of if someone wants to see it, we give the folio numbers and all of that so the location of the improvements can be seen online. We give the name of the owner of course and the status of the improvements within those areas. All of them are in generally good condition and it also says who is responsible for maintaining what. In some cases it is the CDD, but sometimes it is the CDD through an agreement with the association, which we say. We also talk about the current projects that are about to be engaged or be constructed and we mention the outer ring roads and projects that have potential. There are still some items that the contractor is taking care of and the report also mentions the budget that the CDD has, so basically we are saying that we agree with the budget and we are giving some of the money of the budget that was proposed for year 2019. We send this report to the CDD manager and I believe you send it to the trustee and whoever else needs a copy of it, right?

Mr. Hernandez: To the trustee and the bondholders. It needs to be put on the webpage for any bondholders to be able to have a look to all of the reports.

Mr. Alvarez: That is all I have unless you have any comments.

C. Manager

1) Number of Registered Voters in the District - 0

Mr. Hernandez: Moving forward, under Manager, I have three items on the list to present and one that was not on the list. The first one is that the District has received notification from Miami-Dade County that there are zero registered voters. The reason and importance of that announcement is that if the District were to have 250 registered voters and six years of establishment, the election of the Supervisors will be controlled by the Miami-Dade County Supervisor of Elections office. As of this point, the District has been established for over six years, but it hasn't met the requirement of having 250 registered voters, which means that the election of the Supervisors will continue to be done through landowner's elections.

2) Consideration of Proposed Fiscal Year 2019 Meeting Schedule

Mr. Hernandez: Moving forward, the next item we need to present is Consideration of the Proposed Fiscal Year 2019 Meeting Schedule. What we are presenting is the same schedule as we have had this current fiscal year. The first meeting at the beginning of the month, which is on the first Thursday, and the second meeting being on the fourth Thursday of the month. What has worked and has given us the ability since we still have construction and anything that is required to be dealt with quickly, the advertisement has already been taken care of and as it has been done in the past, if the meeting is not necessary then it will be cancelled and the District will still have the savings of not needing to advertise for additional meetings by presenting it this way. This would be the time for the Board to make any type of changes if you want to change anything in regards to the date, time, or place. If not, a motion to approve the meeting schedule will authorize staff to advertise this would be in order.

On MOTION by Mr. Marrero seconded by Mr. Procacci with all in favor the proposed fiscal year 2019 meeting schedule was approved.

3) Discussion of Financial Disclosure Report from the Commission on Ethics

Mr. Hernandez: Moving on, we do still have Madelyn and Phil needing to file their forms. Phil, did you file your Form 1? Based on the report it shows you have not filed it. I have a copy here with me if you want to fill it out I can help you get it processed right away. As we always remind the Supervisors, the deadline was July 1st. Typically they do not do anything until September, but we want to make sure to get that done as soon as we can so right after the meeting I will help you try to get that done.

Mr. Procacci: Okay.

Mr. Marrero: And we will do that for Madelyn, as well.

Mr. Hernandez: Not a problem sir. I will be getting with her on that. The last part I want to report because I like to keep the Board posted, is as per the agreement the District has with IKEA, there was an invoice already sent to them, but just to remind everybody as part of the agreement the District has with IKEA, when some improvements were to be made on the outer ring road, they were supposed to reimburse the District up to an amount of around \$61,000. The invoice has already been passed on to them and they are asking for some confirmations, and so on and so forth, and I will be keeping the Board posted because those are funds that are supposed to be coming back to the District accounts as funds the District has already spent on those improvements, but that should be sitting in the District's general fund. So I will be keeping the Board posted as we get to be moving with that. Unless anyone has any questions for me, we can move on to the next item.

EIGHTH ORDER OF BUSINESS

Financial Reports

A. Approval of Check Register

B. Balance Sheet and Income Statement

Mr. Hernandez: Moving forward to the Financial Reports, which you will find under Section VIII of your agenda books. Tab A contains the check register, and tab B has the balance sheet and income statement. Unless anyone has any questions in regards to the financials, a motion to approve them would be in order.

On MOTION by Mr. Marrero seconded by Mr. Lara with all in favor the check register and the balance sheet and income statement were approved.

NINTH ORDER OF BUSINESS Adjournment

Mr. Hernandez: Before we adjourn, there is one other item I was forgetting. One item that has been brought to my attention is the fact that there is a parcel that I don't know the exact name for, but it is approximately 30 acres on 12th Street and goes all the way from 107th to 111th. The District has been provided with some potential information. There is nothing specific as to what is going to be taking place, but at the time I was discussing the item, part of the concerns on the CDD side is that the potential project will have 2,000 residential units. There is potential for a hotel to be built and some commercial areas to also be built. Part of the item that was being discussed is what the city is going to be approving as far as roads because if you are going to have 2,000 apartments and nothing is changed as far as the roads, we know what the effect is going to be. So based on that, the request and recommendation that I have to the Board is to make a motion authorizing the District's engineer and counsel to start working with the city and county to define what is being done so the District starts taking proactive actions rather than reaction. It is often that when these projects are going to be presented that at some time the District will be informed if they are going to be making any changes, but typically and normally, when that takes place, all of the negotiations with the city and county have already been made. At this point, I think that is a concern for the CDD of what is going to happen, especially road-wise and what improvements are going to be made to 12th and 107th and how those improvements could potentially affect Beacon Tradeport CDD.

Mr. Marrero: And 14th as well?

Mr. Hernandez: Yes. It is going to back all the way up to 14th, which is the road we are improving.

Mr. Houston: First of all, good luck with the county. How did this come up?

Mr. Hernandez: I was here with the Dolphin Mall for the increase we are having and the Dolphin Mall has received some potential plans as to what may be taking place.

Mr. Houston: What did you receive, Pete?

Mr. Marrero: I inquired and found out that apparently something in an unofficial capacity has been presented to the city, so I went on their website and they do have a diagram there that basically sort of outlines very broadly what they propose. Now again, it is nothing more than a very simple basic aerial view, but it appears to be around 63 acres total and they are talking about residential, commercial, retail, etc. It looks to be an extremely dense project so I want to make absolutely sure we are on top of potentially the infrastructure improvements that would be needed for a project of that density.

Mr. Houston: So is this more so of your initiative to look into it? Obviously that project has been going on forever.

Mr. Marrero: Yes. I went back and looked at documentation that I still have that goes back to 2007.

Mr. Houston: Phil, have you gotten anything on it?

Mr. Procacci: No, I just heard about it, but I don't know too much about it.

Mr. Houston: Dolphin Village is the community. I was in the city two months ago and on the middle of their conference table they had the presentation so I sort of grabbed it to look at it. That was two months ago. They are spending money to move forward, but other than that, I don't know anything more current.

Mr. Marrero: The information I got was because I started googling stuff and I came across their website. It is there. It says Dolphin Village.

Mr. Hernandez: But at the same time I think it is appropriate to just avoid secondhand information to have the District protect the interest of all of the existing landowners within Beacon Tradeport CDD and how a properly defined project or approved project could affect potentially the infrastructure we already have on this side. So with that being said, I think that a motion authorizing the CDD's counsel and engineer to kind of monitor what is taking place so it will allow us as a governmental entity to come and inquire within the city.

Mr. Houston: So we would make an inquiry to the city if we make this motion. One of the CDD's staff members rather than the Board?

Mr. Hernandez: Yes. Anyone from staff. I don't want anyone to take any part on the personal side because you are business people and I don't want anyone to come and say you may have benefit or not on that side either and rather here all we are doing is protecting what we have already. Keep in mind, we are the ones taking the cost to improve 14th Street, so if anything drastic is going to be in that area, it could affect what we have already invested funds into.

On MOTION by Mr. Houston seconded by Mr. Lara with all in favor District staff was authorized to inquire with the city and county about the potential project on 12th Street going from 107th to 111th and monitor what will be taking place so the District could start taking proactive actions if needed.

Mr. Marrero: I have one more thing. I talked to Mike about this, but we never completed the last part of the land swap for the outer ring road and the parking building. I just wanted to remind you of that.

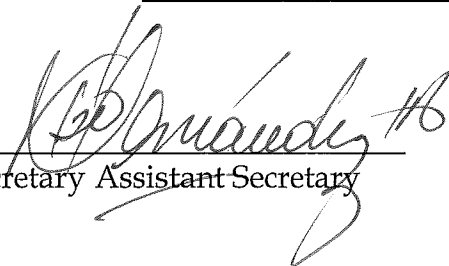
Ms. Wald: Mike is working on that. I talked to him yesterday about it.

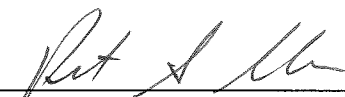
Mr. Hernandez: Yes, there was an exchange of emails that he and I had last week and he mentioned he talked to you about it and is working on it.

Mr. Marrero: Okay, great.

Mr. Hernandez: Unless anyone has any other District business to discuss, a motion to adjourn the meeting would be in order.

On MOTION by Mr. Marrero seconded by Mr. Procacci with all in favor the meeting was adjourned.


Secretary Assistant Secretary


Chairman/ Vice Chairman