

**MINUTES OF MEETING**

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**HERITAGE PLANTATION  
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of Heritage Plantation Community Development District was held on **Thursday, February 20, 2014 at 10:00 a.m. (CST)** at the office of Pelican Real Estate, 5210 South Ferdon Boulevard, Crestview, FL 32536.

Present and constituting a quorum:

Louis Weltman	<b>Board Supervisor, Chairman</b>
Doug Turner	<b>Board Supervisor, Vice Chairman</b>
William A. Bailey	<b>Board Supervisor, Assistant Secretary</b>
Richard Bennett	<b>Board Supervisor, Assistant Secretary</b>

Also present were:

Debi Anderson	<b>District Manager, Rizzetta &amp; Company, Inc.</b>
Ron Lewis	<b>District Counsel, Bearden, Lewis &amp; Thomas, LLP</b> <i>(via speakerphone)</i>
George Taylor	<b>Trustee Counsel, Burr &amp; Forman, LLP</b>

Audience Members	Nancy Shue, Joe Young, George and Marian Smith, Heath Owens, Richard Johnson, Esq., Gary Paulzak, Roy Roane, Esq. and Chantell Miller Brooks and her husband.
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**FIRST ORDER OF BUSINESS**

**Call to Order**

Ms. Anderson called the meeting to order and read roll call. Mr. Louis Weltman submitted Form 8B Memorandum of Voting Conflict for County, Municipal, and Other Local Public Officials.

**SECOND ORDER OF BUSINESS**

**Audience Comments**

There were no audience comments.

**THIRD ORDER OF BUSINESS**

**Comments of Indenture Trustee Attorney**

Mr. Taylor stated that Counsel on behalf of the Trustees has reviewed the proposed plan for bankruptcy reorganization and believes there is no possibility of a successful reorganization in the bankruptcy, and requests that the District proceed with a course of action to have the stay lifted in the Bankruptcy Court and proceed with the foreclosure action initiated by the District but stayed by the Developer's Chapter 11 Proceedings.

**FOURTH ORDER OF BUSINESS**

**Update on Landscape Maintenance Services**

Mr. Weltman said that he has no update at this time.

**FIFTH ORDER OF BUSINESS**

**Status Update Regarding Landowner Bankruptcy Filing**

Mr. Weltman said that he has no update at this time.

**SIXTH ORDER OF BUSINESS**

**Status Update Regarding Bondholder Restructuring**

Mr. Weltman said this is now a moot discussion.

**SEVENTH ORDER OF BUSINESS**

**Consideration of Minutes of the Board of Supervisors' Meetings Held on November 21, 2013**

On a Motion by Mr. Bailey, seconded by Mr. Turner, with all in favor, the Board approved the Minutes of the Board of Supervisors' Meeting held on November 21, 2013, for the Heritage Plantation Community Development District.

**EIGHTH ORDER OF BUSINESS**

**Ratification of Operation and Maintenance Expenditures for October, November, and December 2013, including payments made by 3rd parties on behalf of the CDD**

On a Motion by Mr. Bennett, seconded by Mr. Turner, with all in favor, the Board ratified Operation and Maintenance expenditures for October 2013 (\$5,135.08), for November 2013 (\$1,011.33), and for December 2013 (\$634.99), including payments made by 3<sup>rd</sup> parties on behalf of the CDD, for the Heritage Plantation Community Development District.

**NINTH ORDER OF BUSINESS**

**Managers Financial Report Regarding Cash Balances, Accounts Receivable Balances and Accounts Payable Balances**

Ms. Anderson stated that the general fund balance was \$288.63, the accounts receivable for operation and maintenance expenditures was \$82,639.61 and did not include the operation and maintenance assessments for the developer, Southeastern Consulting & Development Company, and the accounts payable was \$97,443.94.

**TENTH ORDER OF BUSINESS**

**Discussion of District's Directors &  
Officers Insurance**

Mr. Weltman introduced Mr. Roy Roane of Cole, Scott & Kissane, P.A., the attorney representing the insurance company with whom the District has a policy representing the Directors and the District in connection with litigation.

**ELEVENTH ORDER OF BUSINESS**

**Consideration of Board Supervisor  
Resignation(s)**

Mr. Weltman asked each Board member if they were comfortable in their position on the Board with respect to the current litigation. Mr. Turner expressed an interest in tendering his resignation to allow greater independence of the Board, but he does not wish to resign in detriment to the Board's ability to obtain a quorum to meet. Mr. Weltman then polled the audience members regarding willingness to serve on the Board. Mr. Heath Owens, Mr. Gary Paulzak and Ms. Chantell Brooks expressed a willingness to serve. After a brief discussion, it was decided to table the consideration of Board Supervisor resignations and replacement of Supervisors until the next meeting to allow additional time for substantive matters to be reviewed by Board candidates.

On a Motion by Mr. Bailey, seconded by Mr. Turner, with all in favor, the Board tabled Consideration of Board Supervisor Replacement, for the Heritage Plantation Community Development District.

**TWELFTH ORDER OF BUSINESS**

**Discussion regarding the treatment of the  
District's claims against Southern  
Consulting & Development Company**

Mr. Taylor stated the Trustee requests the District honor its duty to the Bondholders by proceeding in Bankruptcy Court to file a motion to have the stay lifted so that the foreclosure action can proceed. Mr. Lewis stated that he has reviewed the Amended Disclosure Statement and believes that what the Bondholders are asking for is being offered in the First Alternative Treatment. Mr. Taylor said that he feels it is premature to discuss the Disclosure Statement or the plan and is only requesting that the District request action in the Bankruptcy Court for relief of the stay. Mr. Weltman interjected stating he could not believe Mr. Taylor's statement that "it was premature to discuss the Disclosure Statement", when a hearing on the Disclosure Statement is set for March 12, 2014 and this meeting's agenda was expressly to consider the District's proposed Treatment of the Developer (Debtor) under the Plan. Mr. Weltman further stated that, as Chairman, he would not add this item to the agenda for consideration at this time and that counsel for the Indenture Trustee had an opportunity to review the Agenda in advance and suggest revisions prior to the actual meeting. Mr. Taylor countered by stating that he would present a letter to the Board requesting an immediate special Board meeting be held for the express purpose of considering the Indenture Trustee's request that the District file a Motion seeking relief from the stay. Mr. Weltman stated that upon receipt of such a letter, he would

convene such a special meeting. However, prior to this special meeting to consider the relief from the stay, the Board would meet to address the issue of the constitution of the Board. Mr. Weltman stated he would send the Board candidates a copy of all the information contained in this document today as well as any information that is provided by the Indenture Trustee for the Board to consider as to whether or not a motion for the relief from the stay should be sought. Mr. Weltman asked Mr. Lewis to prepare a memorandum for the new supervisors as to what a motion for relief from stay is and what the issues are that would be contested at a hearing on a such a motion for relief from stay, to include the process, the mechanics, the expense, and the issues to be discussed.

**THIRTEENTH ORDER OF BUSINESS**

**Consideration of Membership in Florida  
Rural Water Association; Cost of  
Membership; Initial Donation**

On a Motion by Mr. Bailey, seconded by Mr. Weltman, with all in favor, the Board approved Membership in the Florida Rural Water Association, for the Heritage Plantation Community Development District.

**FOURTEENTH ORDER OF BUSINESS**

**Consideration of Request for Inclusion  
for Funding from the Bureau of Water  
Facilities Funding**

Mr. Weltman stated the Bureau of Water Facilities handles disbursement of state funds for the purposes of providing financing for new water and wastewater facilities to be built. He said that the District has been approved for \$152,054 loan for the design of the wastewater treatment plant, which would serve the District and meet the requirements of the Developer's and District's obligations to the County pursuant to the Development Agreement. He stated this is a loan and the District will be required either to have available cash collateral or demonstrate an ability to repay the loan. Mr. Weltman is requesting authority from the Board to execute a loan application for funding for the cash collateral necessary to proceed in obtaining the funds.

On a Motion by Mr. Turner, seconded by Mr. Bennett, with all in favor, the Board ratified the Request for Inclusion for Funding from the Bureau of Water Facilities, for the Heritage Plantation Community Development District.

On a Motion by Mr. Turner, seconded by Mr. Bailey, with all in favor, the Board authorized Mr. Weltman to execute a loan application, fulfill the requirements necessary to obtain the loan, and engage a design firm, for the wastewater treatment plant to be built to serve the Heritage Plantation Community Development District.

**FIFTEENTH ORDER OF BUSINESS**

**Consideration of Promissory Note  
(Assessment Claims, LLC.)**

Mr. Weltman stated that these funds would be used to pay a retainer to District Counsel as well as cover the deductible owed to Cole Scott & Kissane under the Directors and Officers Liability insurance for the insurance company's attorney, membership fee to Florida Rural Water Association and provide some working capital to cover fees associated with the loan and usual and customary expenses.

On a Motion by Mr. Bennett, seconded by Mr. Turner, with all in favor, the Board approved the Promissory Note (Assessment Claims, LLC.), for the Heritage Plantation Community Development District.

**SIXTEENTH ORDER OF BUSINESS**

**Discussion Regarding Condition of  
District's Stormwater System and  
Roadways**

Mr. Heath Owens stated he has met with three contractors but will not have any firm quotes on repair cost until a request for proposal has been issued. He stated he is meeting with Wetland Science to obtain better guidelines for resolving the source of the problem so that it does not recur after repairs are completed. Mr. Owens stated that the current problems stem from the fact that none of the storm drains have been cleaned and have overflowed. After further discussion, it was decided to table this item until more information could be obtained.

On a Motion by Mr. Turner, seconded by Mr. Bailey, with all in favor, the Board tabled discussion regarding Condition of District's Stormwater System and Roadways, for the Heritage Plantation Community Development District.

**SEVENTEENTH ORDER OF BUSINESS**

**Status Update Regarding Michael O.  
Gibson Complaint**

Mr. Weltman stated that there are depositions that have been noticed for Mr. Weltman, Mr. Bennett and Mr. Turner. Mr. Roane is representing the individuals, as well as the District, in connection with the complaint.

**EIGHTEENTH ORDER OF BUSINESS**

**Status Update Regarding Heritage FFR,  
LLC Complaint**

Mr. Weltman stated that a temporary restraining order was issued in the First Judicial Circuit, which is the subject of an appeal process at this time.

**NINETEENTH ORDER OF BUSINESS**


**Additional Audience Comments**

Discussion ensued regarding the possibility of blocking off roads due to safety concerns related to roadway washouts. There was also discussion regarding homeowners paying assessments and other measures, which could help the District become more viable.

**TWENTIETH ORDER OF BUSINESS**

**Adjournment**

On a Motion by Mr. Bailey, seconded by Mr. Turner, with all in favor, the Board adjourned the meeting at 11:35 a.m. CST, for the Heritage Plantation Community Development District.

  
\_\_\_\_\_  
Secretary/Assistant Secretary

  
\_\_\_\_\_  
Chairman/Vice Chairman

# FORM 8B MEMORANDUM OF VOTING CONFLICT FOR COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME WELTMAN, LOUIS SOLOMON	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE BOARD OF SUPERVISORS
MAILING ADDRESS 6615 W. BOYATON BEACH BLVD, Ste 3411	THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF: <input type="checkbox"/> CITY <input checked="" type="checkbox"/> COUNTY <input type="checkbox"/> OTHER LOCAL AGENCY
CITY COUNTY BOYATON BEACH FL 33437	NAME OF POLITICAL SUBDIVISION: HERITAGE PLANTATION COMMUNITY DEV. DIST.
DATE ON WHICH VOTE OCCURRED February 20, 2014	MY POSITION IS: <input checked="" type="checkbox"/> ELECTIVE <input type="checkbox"/> APPOINTIVE

## WHO MUST FILE FORM 8B

This form is for use by any person serving at the county, city, or other local level of government on an appointed or elected board, council, commission, authority, or committee. It applies equally to members of advisory and non-advisory bodies who are presented with a voting conflict of interest under Section 112.3143, Florida Statutes.

Your responsibilities under the law when faced with voting on a measure in which you have a conflict of interest will vary greatly depending on whether you hold an elective or appointive position. For this reason, please pay close attention to the instructions on this form before completing the reverse side and filing the form.

## INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

A person holding elective or appointive county, municipal, or other local public office **MUST ABSTAIN** from voting on a measure which inures to his or her special private gain or loss. Each elected or appointed local officer also is prohibited from knowingly voting on a measure which inures to the special gain or loss of a principal (other than a government agency) by whom he or she is retained (including the parent organization or subsidiary of a corporate principal by which he or she is retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. Commissioners of community redevelopment agencies under Sec. 163.356 or 163.357, F.S., and officers of independent special tax districts elected on a one-acre, one-vote basis are not prohibited from voting in that capacity.

For purposes of this law, a "relative" includes only the officer's father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with the officer as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

\* \* \* \* \*

### ELECTED OFFICERS:

In addition to abstaining from voting in the situations described above, you must disclose the conflict:

PRIOR TO THE VOTE BEING TAKEN by publicly stating to the assembly the nature of your interest in the measure on which you are abstaining from voting; *and*

WITHIN 15 DAYS AFTER THE VOTE OCCURS by completing and filing this form with the person responsible for recording the minutes of the meeting, who should incorporate the form in the minutes.

\* \* \* \* \*

### APPOINTED OFFICERS:

Although you must abstain from voting in the situations described above, you otherwise may participate in these matters. However, you must disclose the nature of the conflict before making any attempt to influence the decision, whether orally or in writing and whether made by you or at your direction.

IF YOU INTEND TO MAKE ANY ATTEMPT TO INFLUENCE THE DECISION PRIOR TO THE MEETING AT WHICH THE VOTE WILL BE TAKEN:

- You must complete and file this form (before making any attempt to influence the decision) with the person responsible for recording the

### APPOINTED OFFICERS (continued)

- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

### DISCLOSURE OF LOCAL OFFICER'S INTEREST

I, Louis S. WETMAN, hereby disclose that on February 20, 20 14:

(a) A measure came or will come before my agency which (check one)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, \_\_\_\_\_;
- inured to the special gain or loss of my relative, \_\_\_\_\_;
- inured to the special gain or loss of \_\_\_\_\_, by whom I am retained; or
- inured to the special gain or loss of \_\_\_\_\_, which is the parent organization or subsidiary of a principal which has retained me.

(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

NOTES IN CONNECTION WITH THE PLAN OF REORGANIZATION OF SOUTHERN CONSULTING & DEVELOPMENT CO., INC. AND ANY OTHER MATTERS UNDER REVIEW BY THE BOARD ON THIS DATE

February 20, 2014  
Date Filed

Louis S. Wetman  
Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.