

**MINUTES OF MEETING
GRAND HAVEN
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Grand Haven Community Development District held a Telephonic Public Meeting on Thursday, April 16, 2020 at 10:00 a.m., at **1-888-354-0094, CONFERENCE ID 7491428.**

Present at the meeting, via telephone, were:

Dr. Stephen Davidson	Chair
Tom Lawrence	Vice Chair
Marie Gaeta	Assistant Secretary
Ray Smith	Assistant Secretary
Kevin Foley	Assistant Secretary

Also present, via telephone, were:

Howard McGaffney	District Manager
Scott Clark	District Counsel
Barry Kloptosky	Operations Manager
Andrew Huebner	Assistant Amenity Manager - Vesta/AMG
Roy Deary	Vesta/AMG

Residents present, via telephone, were:

Ron Merlo	Vic Natiello	Marti Garziglia	Denise Gallo
John Polizzi	Other Residents		

FIRST ORDER OF BUSINESS

CALL TO ORDER/ROLL CALL

Mr. McGaffney called the meeting to order at 10:00 a.m. In consideration of the COVID-19 pandemic, this meeting was being held telephonically, as permitted under the Florida Governor's Executive Order 20-69, which allows local governmental public meetings to occur via telephone.

All Supervisors were present, via telephone.

SECOND ORDER OF BUSINESS

PLEDGE OF ALLEGIANCE

All present recited the Pledge of Allegiance.

▪ **Public Comments**

***Disclaimer:** These summary minutes are intended to highlight the topics discussed, items being considered and actions taken.*

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This item was an addition to the agenda.

No members of the public spoke.

- **Hurricane Matthew Federal Emergency Management Association (FEMA) Reimbursement**

This item was an addition to the agenda.

Mr. Clark stated the District received FEMA reimbursement checks in the amount of \$282,595.03, which represented the debris portion of Hurricane Matthew damages from 2016.

THIRD ORDER OF BUSINESS

BUSINESS ITEMS

- A. Consideration of Resolution 2020-01, Authorizing and Ratifying Emergency Authorization of District’s Chairman and Manager During the Effective Period of Governor DeSantis’ Executive Order 20-52, and Establishing an Effective Date**

Mr. Clark presented Resolution 2020-01 and Exhibit “A”, which described the actions taken by the District since the last meeting, due to the COVID-19 pandemic.

On MOTION by Supervisor Lawrence and seconded by Supervisor Davidson, with all in favor, Resolution 2020-01, Authorizing and Ratifying Emergency Authorization of District’s Chairman and Manager During the Effective Period of Governor DeSantis’ Executive Order 20-52, and Establishing an Effective Date, was adopted.

- B. Consideration of Future Payments of Amenity Management Group, Inc., Invoices, Beginning May 1, 2020**

Mr. McGaffney stated the following documents were emailed to Board Members yesterday and noted the following:

- Document 1: List of decisions to be made under Item 3B.
 - ◆ Decision 1: Addressed during Item 3A.
- Document 2: Outlined staff categorized as “Critical” or “Essential”, the costs related to staffing those positions and options for payments to Vesta/AMG.
 - ◆ Decision 2:
 - ✓ Option 1, \$36,633.95: Pay full invoice for all “Critical” and “Essential” staff listed on Document 2 spreadsheet, minus vacant positions.

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✓ Option 2, \$21,787.37: Fund only “Critical” staff listed on Document 2 spreadsheet, minus “Essential” staff and vacant positions.

Mr. McGaffney described the ongoing work being performed by “Critical” staff, both remotely and on site, including amenities, infrastructure maintenance, and modified job functions. He recommended, at a minimum, that “Critical” staff be kept. Mr. Deary expressed support of the information provided and discussed and the Options presented. He stated that Vesta/AMG would cooperate fully and carry out the wishes of the Board.

Supervisor Davidson favored Option 2, due to the shutdown, except for critical functions. He asked how long it would take to reopen facilities, once the restrictions are lifted. Mr. Deary estimated that, based on discussions, it would take a minimum of five to ten days to resume full-scale services. The monthly invoice would be prorated when services resume. Supervisor Lawrence favored Option 1, through May, to enable services to resume as quickly as possible.

Supervisor Gaeta asked if Staff had a plan for how to reconfigure the Café to accommodate social distancing. Discussion ensued regarding implementing a plan for protective measures for reopening; all guidelines would be followed.

Supervisors Gaeta and Smith favored Option 2.

Supervisor Foley asked if “Essential” staff was working during the closure. Discussion ensued regarding scheduling “Essential” and “Critical” staff and whether there were suitable alternative jobs for “Essential” staff during the shutdown. Mr. Kloptosky stated there was additional work to be done during the closure, including replacing the Café ceiling, demolition of the existing ceiling and painting in the Café, Grand Haven Room and Fitness Center.

Mr. Deary supported potentially repurposing amenity employees, as described, and stated Vesta/AMG would work with the CDD, in that regard. Supervisor Foley supported empowering Staff to work with Vesta/AMG to repurpose employees, where possible, and suggested authorizing the District Manager to work with Vesta/AMG.

Mr. Kloptosky stated that he was short two staff members and pressure washing was a priority, as mold could cause safety issues on sidewalks. Discussion ensued regarding staffing, training and liability issues and the possibility of utilizing a pressure cleaning subcontractor.

Supervisor Smith suggested Option 2 with a modification. Supervisor Lawrence expressed concern about utilizing pressure washing subcontractors. Supervisor Davidson expressed concern about liability, quality control and financial security for staff members.

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Mr. Ron Merlo, a resident, voiced his opinion that amenity employees should be paid their full salaries.

On MOTION by Supervisor Gaeta and seconded by Supervisor Lawrence, with all in favor, Option 2, modified to allow District Staff, the Chair and Vesta/AMG to finalize identifying “Critical” and “Essential” amenity employees who can be re-purposed to perform field operations tasks, authorizing District Counsel to draft an addendum to the Amenity Management Agreement and adjusting the monthly billing, accordingly, was approved.

◆ Decision 3: Decision to Re-Open Facilities

Mr. McGaffney presented the following Options:

✓ Option A: Delegate authority to re-open the facilities to the District Manager and Chair, in consultation with the District’s amenity management contractor, to determine the appropriate time and plan to re-open facilities but in no event prior to the time when the Executive Order/local restrictions are lifted.

✓ Option B: Require a Board meeting to determine the appropriate time and plan to re-open facilities but in no event prior to the time when the Executive Order/local restrictions are lifted.

On MOTION by Supervisor Davidson and seconded by Supervisor Gaeta, with all in favor, Option A, delegating authority to the District Manager and Chair, in consultation with the District’s amenity management contractor, to determine the appropriate time and plan to re-open facilities but in no event prior to the time when the Executive Order/local restrictions are lifted, was approved.

◆ Decision 4: Café Operations and Curbside Pickup Service

Mr. McGaffney discussed Vesta/AMG’s request to open the Café for carryout service and noted that issues and concerns were discussed on a conference call with the District Manager, the Chair and Vesta/AMG. Supervisor Davidson described proposed requirements for opening the Café for curbside takeout service. Safety of residents and staff would be the most important consideration. Procedures would be in place for supply chain security, providing staff with Personal Protective Equipment (PPE), traffic control, signage, disinfecting, checking staff in, staff health questionnaires and checking temperatures. Discussion ensued regarding additional requirements and possible issues related to reopening the Café. Mr. McGaffney

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stated all Centers for Disease Control and Prevention (CDC) and Florida Department of Health (FDH) guidelines and Best Management Practices (BMPs) would be followed. The District and Vesta/AMG would have further review and discussions before making the decision to reopen. If reopened, the Café would offer a limited menu. Mr. Deary stated Vesta/AMG would pay staffing expenses from Café revenues, even if losses were incurred. The Options were:

✓ Option A: Authorize Vesta/AMG to offer “Curbside Pickup” services to Grand Haven residents, giving District Staff and the Chair authorization to work with Vesta/AMG to ensure safety and to provide the final review and approval.

✓ Option B: No Vote. Keep the Café closed until further notice and until regular business can resume.

On MOTION by Supervisor Davidson and seconded by Supervisor Lawrence, with all in favor, authorizing Vesta/AMG to offer “Curbside Pickup” services to Grand Haven Residents, authorizing Staff and the Chair to work with Vesta to ensure safety and to provide the final review and approval, was approved.

C. Discussion/Consideration: Purchase of Property at 425 Riverview

Mr. Clark stated that, due to shutdowns, the necessary due diligence related to the purchase could not be completed within the specified 90-day time frame, which would expire on June 9, 2020. To proceed, it would be necessary to extend the deadline to 90 days from the date restrictions are lifted.

Supervisor Davidson discussed challenges in completing due diligence, social distancing and concern for the finances of the District and residents. He recommended withdrawing from the contract for now. Supervisor Lawrence supported requesting an extension of the due diligence period beginning from when there were no longer public restrictions that would restrict the due diligence process. Supervisor Gaeta expressed concern for unemployment, COVID-19 and pushback from the seller. She did not support spending District funds to perform due diligence. Supervisor Smith stated that he agreed with the financial concerns but he felt that future social distancing requirements would make it more important to build an additional amenity. He supported requesting an extension to perform due diligence and terminating the contract if denied. Supervisor Foley felt that it was important to obtain professional advice regarding potential future uses for the property before proceeding with due diligence.

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Supervisor Gaeta motioned to terminate the contract, under the terms of the termination clause. Supervisor Davidson seconded the motion.

Supervisor Lawrence agreed with Supervisor Smith that there was already insufficient space and social distancing requirements could increase the need for space. He felt that having CDD staff on property benefited residents and expressed concern that social distancing could increase pressure to move CDD staff off site. Supervisor Smith agreed with Supervisor Foley that amenity planning would add value; he supported keeping the option open for the future.

Supervisor Davidson asked if the 90 days would begin after COVID-19 restrictions are lifted and whether immediate cash outlays could be avoided. Mr. Clark replied affirmatively. Discussion ensued regarding the pros and cons of requesting a 90-day extension, costs and the timeline for amenity management planning.

Supervisor Gaeta withdrew her motion. Supervisor Davidson withdrew his second.

On MOTION by Supervisor Gaeta and seconded by Supervisor Lawrence, with all in favor, authorizing District Counsel to negotiate a 90-day extension for due diligence, to begin ten business days after all national, state, county and local restrictions are lifted, to allow Staff and contractors to perform necessary duties during the due diligence period, and, in the event that the seller rejects the request to extend the 90-day due diligence period, authorizing District Counsel to terminate the offer to purchase the property, was approved.

- D. Consideration of Resolution 2020-02, Implementing Section 190.006(3), Florida Statutes, and Requesting that the Flagler County Supervisor of Elections Begin Conducting the District’s General Elections; Providing for Compensation; Setting for the Terms of Office; Authorizing Notice of the Qualifying Period; and Providing for Severability and an Effective Date**

Mr. McGaffney presented Resolution 2020-02.

On MOTION by Supervisor Davidson and seconded by Supervisor Gaeta, with all in favor, Resolution 2020-02, Implementing Section 190.006(3), Florida Statutes, and Requesting that the Flagler County Supervisor of Elections Begin Conducting the District’s General Elections; Providing for Compensation; Setting for the Terms of Office; Authorizing Notice of the Qualifying Period; and Providing for Severability and an Effective Date, was adopted.

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FOURTH ORDER OF BUSINESS**

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PUBLIC COMMENTS (3-Minute Rule)

No members of the public spoke.

Mr. McGaffney stated Mr. Merlo emailed a comment. Mr. Merlo asked for Mr. Deary to be advised that he appreciated Vesta/AMG covering the difference at the Café, should it operate at a loss while open for curbside service.

FIFTH ORDER OF BUSINESS

**NEXT MEETING DATE: May 7, 2020 at 10:00
A.M., Community Workshop**

- **QUORUM CHECK**

Mr. McGaffney stated the May 7, 2020 Community Workshop would be canceled. The next meeting would be the Regular Meeting on May 21, 2020.

SIXTH ORDER OF BUSINESS

SUPERVISORS' REQUESTS

Supervisor Smith asked for the different business plans to be sent to him in Word format so he could work on the document before the next workshop. He expressed his appreciation about receipt of the FEMA reimbursement. Discussion ensued regarding the \$282,595.03 reimbursement, representing the debris claim.

Supervisors Smith and Foley asked the District Manager to have an architectural consultant attend an upcoming meeting to discuss ideas for future amenity facilities, expansions and/or needs.

Mr. McGaffney discussed the challenges of telephonic meetings. Discussion ensued regarding the likelihood of the next meeting being an in-person meeting, social distancing options that could be put in place for the next meeting and utilizing technology. Supervisor Gaeta noted issues with ZOOM teleconferencing and stated she would provide other options to the District Manager, in case teleconferencing is necessary.

SEVENTH ORDER OF BUSINESS

ADJOURNMENT

On MOTION by Supervisor Lawrence and seconded by Supervisor Gaeta, with all in favor, the meeting adjourned at 12:31 p.m.

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Secretary/Assistant Secretary

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Dr. Davidson
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Chair/Vice Chair