

March 20, 2017

Office of Commission Clerk  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0850

RE: Docket No. 170016-WS; Application of MSKP Town and Country Utility, LLC  
for Transfer of Water and Wastewater Facilities to Babcock Ranch Community  
Independent Special District in Charlotte and Lee County, Florida

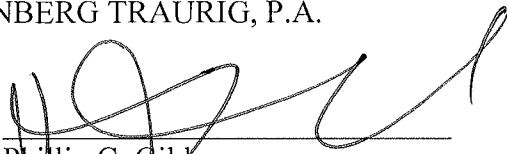
Attached for filing is MSKP Town and Country Utility, LLC Supplemental Information  
to Application for Transfer of Water and Wastewater Facilities to Babcock Ranch Community  
Independent Special District in Charlotte and Lee County, Florida, pursuant to §367.071(4)(a),  
Fla. Stat.

Should you or the Staff have any questions regarding this filing, please do not hesitate to  
give me a call.

Very truly yours,

GREENBERG TRAURIG, P.A.

By:

  
Phillip C. Gildan  
Authorized Representative of Applicant

cc: Jonathan Johnson, Esquire  
Hopping Green & Sams, P.A.  
Authorized Representative of  
Babcock Ranch Community Independent Special District

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Application of:  
MSKP Town and Country Utility, LLC for the  
Transfer of Water and Wastewater facilities to  
Babcock Ranch Community Independent  
Special District in Charlotte and Lee County,  
Florida

DOCKET NO.: 170016-WS

**SUPPLEMENTAL INFORMATION TO  
APPLICATION FOR TRANSFER OF WATER AND WASTEWATER  
FACILITIES TO A GOVERNMENTAL AUTHORITY**

Applicant, MSKP TOWN AND COUNTRY UTILITY, LLC or (“Applicant”), by and through its undersigned attorneys, and pursuant to § 367.071, Fla. Stat., files this Supplemental Information to Application for Transfer of Facilities to a Governmental Authority:

1. The current Base Rent under Exhibit C, Rider C-1, to the Lease Agreement between the applicant and the District is \$23,107.75 per month combined for water (\$10,764.00), sewer (\$9,866.67) and irrigation water (\$2,477.08) service. The District may elect to defer payment of rent until such time as the District has sufficient net revenues of the System to pay such deferrals (Rider C-1, Section E). If the District does not defer payment of rent, the District may include the balance of rent due in District assessments levied against the property in the District, or, pursuant to annual District Funding Agreements with Babcock Property Holdings, LLC, an affiliate of the Applicant, collect the balance of rent due the Applicant (see attached Funding Agreement for Fiscal Year 2016/2017).

2. The current status of the Sewer Facilities leased to the District: the wastewater treatment facilities had not been placed into service as of the date of the Lease Agreement, December 15, 2016; the wastewater treatment facilities have now been placed in service for the District and have a capacity of 200,000 gallons per day. The current status of the Water Facilities leased to the District: the water treatment facilities were placed in service on

December 9, 2016 with a capacity of 250,000 gallons per day. Applications for transfer of the environmental permits to operate the water and wastewater facilities from the Applicant to the District have been filed with the Department of Environmental Protection and the South Florida Water Management District. See attached transfer applications.

3. There were no current potable water or sewer customers of Applicant's utility facilities at the time of the lease to the District. As of December 15, 2016, the date of the Lease Agreement, raw water from a production well was provided by Applicant to three properties owned by affiliates of the Applicant, which properties are leased to third parties unaffiliated with Applicant.

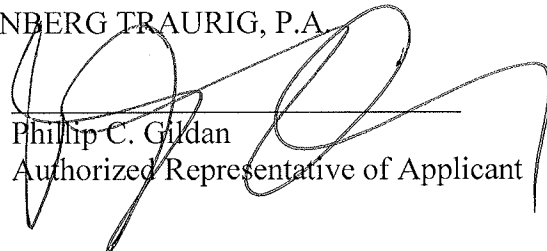
4. The District has contracted with District Manager, Fishkind & Associates, to manage the water, sewer and irrigation water utility for the District. By contract, Fishkind & Associates will be providing billing and customer service for the District utility. See attached District Meeting Minutes for January 26, 2017, approving contract amendment.

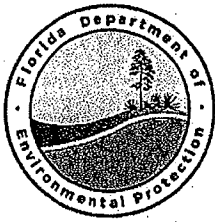
5. On December 15, 2016, the District established the Babcock Ranch Water Utilities (Resolution 2017-04) to operate, control and manage the water and sewer utility facilities leased from Applicant, established the District's Utility Proprietary Fund and Utility Receipts Depository for the leased utility facilities (Resolution 2017-05) and established the Utility Budget for the leased utility facilities (Resolution 2017-06). See attached District Resolutions.

Respectfully submitted on this 20<sup>th</sup> day of March, 2017, by:

GREENBERG TRAURIG, P.A.

By:

  
Phillip C. Gildan  
Authorized Representative of Applicant



APPLICATION FOR TRANSFER OF A WASTEWATER FACILITY OR ACTIVITY PERMIT

Facility ID: FLA665495 Date: 3/8/17

Facility Name: Town and Country Utility

Facility Address: 12150 State Road 31 Babcock Ranch, FL 33982

Permit No.: FLA665495 Date Issued: 8/5/2014 Date Expired: 8/4/2019

NOTIFICATION OF SALE OR LEGAL TRANSFER

Permittee Name: MSKP Town & Country Utility, LLC

Title: Richard P. Severance, President

Mailing Address: 42850 Crescent Loop Suite 200 Babcock Ranch, FL 33982

Phone (optional): 941-235-6900 Email (optional): ewoods@kitsonpartners.com

I hereby notify the Department of the sale or legal transfer of this wastewater facility or activity under Rule 62-620.340(2), F.A.C. Further, I agree to assign my rights as permittee to the proposed permittee in the event the Department agrees to the transfer of permit.

Date of proposed transfer: 12/15/16

Date Signed: [Signature of Existing Permittee]

Signature of Existing Permittee

REQUEST FOR TRANSFER OF PERMIT

Applicant Name: Babcock Ranch Community Independent Special District Attn: Jill Cupps Burns

Title: Gary Nelson, Chairman

Mailing Address: 12051 Corporate Blvd, Orlando FL 33817

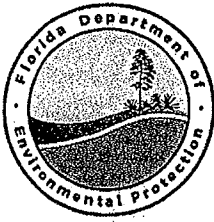
Phone (optional): 407-382-3256 Email (optional): jllc@fishkind.com

I hereby certify that I have examined the application and the documents submitted by the existing permittee which are the basis of this permit that was issued by the Department. I state that they accurately and completely describe the permitted facility or activity. Further, I state that I am familiar with the permit and I agree to comply with its terms and conditions. I agree to assume the rights and liabilities contained in the permit and the statutes and rules under which it was issued. I also agree to promptly notify the Department of any future change in ownership of or responsibility for this facility or activity.

Date Signed: 3-13-17

[Signature of Applicant]

Signature of Applicant



APPLICATION FOR TRANSFER OF A WASTEWATER FACILITY OR ACTIVITY PERMIT

Facility ID: 5084116 Date: 3/8/17
Facility Name: Town and Country Utility
Facility Address: 12150 State Road 31 Babcock Ranch, FL 33982
Permit No.: 5084116 Date Issued: 3/3/2015 Date Expired: 3/29/2020

NOTIFICATION OF SALE OR LEGAL TRANSFER

Permittee Name: MSKP Town & Country Utility, LLC
Title: Richard P. Severance, President
Mailing Address: 42850 Crescent Loop Suite 200 Babcock Ranch, FL 33982
Phone (optional): 941-235-6900 Email (optional): ewoods@kitsonpartners.com

I hereby notify the Department of the sale or legal transfer of this wastewater facility or activity under Rule 62-620.340(2), F.A.C. Further, I agree to assign my rights as permittee to the proposed permittee in the event the Department agrees to the transfer of permit.

Date of proposed transfer: 12/15/16
Date Signed: [Signature] Signature of Existing Permittee

REQUEST FOR TRANSFER OF PERMIT

Applicant Name: Babcock Ranch Community Independent Special District Attn: Jill Cupps Burns
Title: Gary Nelson, Chairman
Mailing Address: 12051 Corporate Blvd, Orlando FL 33817
Phone (optional): 407-382-3256 Email (optional): jllc@fishkind.com

I hereby certify that I have examined the application and the documents submitted by the existing permittee which are the basis of this permit that was issued by the Department. I state that they accurately and completely describe the permitted facility or activity. Further, I state that I am familiar with the permit and I agree to comply with its terms and conditions. I agree to assume the rights and liabilities contained in the permit and the statutes and rules under which it was issued. I also agree to promptly notify the Department of any future change in ownership of or responsibility for this facility or activity.

Date Signed: 3-13-17 [Signature] Signature of Applicant

## SOUTH FLORIDA WATER MANAGEMENT DISTRICT

## Request for Environmental Resource, Surface Water Management, Water Use or Wetland Resource Permit Transfer

(to be completed, executed and submitted by the new owner)

SOUTH FLORIDA WATER MANAGEMENT DISTRICT  
Water Resource Regulation

It is hereby requested that District Permit No.(s) 08-00122-W, issued under Application No.(s) 150715-20, be transferred as follows:

**FROM:** Name: M S K P TOWN AND COUNTRY UTILITY L L C  
Address: 11390 PALM BEACH BOULEVARD  
City: FORT MYERS State: FL Zip: 33905  
Project Name: TOWN AND COUNTRY UTILITY  
Permitted Acreage: 7115.0

**TO:** Name: Babcock Ranch Community Independent Special District Attn: Jill Cupps Burns  
Address: 12051 Corporate Blvd  
City: Orlando State: FL Zip: 33817  
E-mail Address: jillc@fishkind.com Acreage to be transferred: 7115.0  
Project Name: Town and Country Utility

Enclosed are the following documents:

- Recorded copy of documents effectuating transfer of ownership and/or signature authorization form
- Permit Application Processing fee(s)
- Project or boundary map

Pursuant to Florida Administrative Code, Rules 40E-1.6107 and 40E-2.351 (Water User); 40E-4.351 or 62-330.340 (Environmental Resource); and 40E-61.351 (Lake Okeechobee), 40E-63.142 (Everglades Agricultural Area) and 40E-63.439 (C-139 Basin) relating to Nutrient Source Controls or Works of the District, the undersigned agrees to be bound by all terms and conditions for the permit, including any subsequent modification thereto. Authorization for any proposed modification to the project shall be applied for and obtained prior to conducting such modifications.

(Deviation from the permitted acreage, such as the purchase of less acreage than permitted, or from any activities authorized by a District Permit shall require a Permit modification prior to consideration of Permit transfer.)

Printed Name of New Permittee: Dominique White

Authorized Signature: Dominique White

Title: Permitting Coordinator

Telephone Number:      Date: 03/14/2017

[sfwmnd.gov](http://my.sfwmnd.gov)

YES/NO RESPONSES

Does the applicant own or lease the property covered by the permit?

Yes       No

Does the applicant own or lease the entire property covered by the permit?

Yes       No

Does the applicant propose any changes to the current permit (i.e. change in land use)?

Yes       No

COMMENTS

(none)

ATTACHMENTS

water and sewer system lease option to purchase agreement.pdf

## SOUTH FLORIDA WATER MANAGEMENT DISTRICT

## Request for Environmental Resource, Surface Water Management, Water Use or Wetland Resource Permit Transfer

(to be completed, executed and submitted by the new owner)

SOUTH FLORIDA WATER MANAGEMENT DISTRICT  
Water Resource Regulation

It is hereby requested that District Permit No.(s) 08-00004-S-05, issued under Application No.(s) 170118-18, be transferred as follows:

**FROM:** Name: BABCOCK PROPERTY HOLDINGS L L C  
Address: 11390 PALM BEACH BLVD SUITE 204  
City: FORT MYERS State: FL Zip: 33905  
Project Name: BABCOCK RANCH COMMUNITY-MITIGATION  
Permitted Acreage: 485.82

**TO:** Name: Babcock Ranch Community Independent Special District Attn: Jill Cupps Burns  
Address: 12051 Corporate Blvd  
City: Orlando State: FL Zip: 33817  
E-mail Address: jillc@fishkind.com Acreage to be transferred: 485.82  
Project Name: BABCOCK RANCH COMMUNITY-MITIGATION

Enclosed are the following documents:

- Recorded copy of documents effectuating transfer of ownership and/or signature authorization form
- Permit Application Processing fee(s)
- Project or boundary map

Pursuant to Florida Administrative Code, Rules 40E-1.6107 and 40E-2.351 (Water User); 40E-4.351 or 62-330.340 (Environmental Resource); and 40E-61.351 (Lake Okeechobee), 40E-63.142 (Everglades Agricultural Area) and 40E-63.439 (C-139 Basin) relating to Nutrient Source Controls or Works of the District, the undersigned agrees to be bound by all terms and conditions for the permit, including any subsequent modification thereto. Authorization for any proposed modification to the project shall be applied for and obtained prior to conducting such modifications.

(Deviation from the permitted acreage, such as the purchase of less acreage than permitted, or from any activities authorized by a District Permit shall require a Permit modification prior to consideration of Permit transfer.)

Printed Name of New Permittee: Dominique White

Authorized Signature: Dominique White

Title: Permitting Coordinator

Telephone Number:      Date: 03/14/2017

[sfwmd.gov](http://www.sfwmd.gov)



YES/NO RESPONSES

Does the applicant own or lease the property covered by the permit?

Yes       No

Does the applicant own or lease the entire property covered by the permit?

Yes       No

Does the applicant propose any changes to the current permit (i.e. change in land use)?

Yes       No

COMMENTS

(none)

ATTACHMENTS

water and sewer system lease option to purchase agreement.pdf

RESOLUTION 2017-05

A RESOLUTION OF THE GOVERNING BOARD OF BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT AUTHORIZING AND ESTABLISHING THE BABCOCK RANCH WATER UTILITIES PROPRIETARY FUND, ESTABLISHING UTILITY RECEIPTS DEPOSITORY, AUTHORIZING OTHER ADMINISTRATIVE ACTIONS NECESSARY TO COMMENCE OPERATION OF THE BABCOCK RANCH WATER UTILITIES, AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Governing Board (the "District Board") of the Babcock Ranch Community Independent Special District (the "District"), established The Babcock Ranch Water Utilities pursuant to Resolution 2017-04 ("Enabling Resolution"); and

WHEREAS, the District Board desires to establish the Babcock Ranch Water Utilities Proprietary Fund within the District Board's schedule of accounts, establish a utility receipts depository, and authorize all other administrative actions necessary to commence operation of the Babcock Ranch Water Utilities.

NOW, THEREFORE, BE IT RESOLVED by the Governing Board of the District as follows:

**Section 1. Authorization and Establishment of The Babcock Ranch Water Utilities Proprietary Fund Account.** Pursuant to the Enabling Resolution, the District Board authorizes and establishes the Babcock Ranch Water Utilities Proprietary Fund Account within the District Board's schedule of accounts.

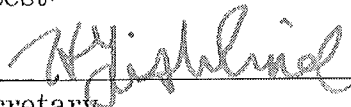
**Section 2. Establishment of Utility Receipts Depository and Authorization of Administrative Actions Necessary to Commence Operations of the Babcock Ranch Water Utilities.** The District Board authorizes the District Manager to establish a utility receipts depository for the Babcock Ranch Water Utilities Proprietary Fund, and authorizes the District Manager to take all administrative actions necessary to commence operations of the Babcock Ranch Water Utilities.


**Section 3. Effective Date.** This resolution shall take effect immediately upon its adoption, and any provisions of any previous resolutions in conflict with the provisions hereof are hereby superseded.

PASSED AND ADOPTED in Public Session of the Governing Board of Babcock Ranch Community Independent Special District this December 16, 2016

BABCOCK RANCH COMMUNITY  
INDEPENDENT SPECIAL DISTRICT

Attest:

  
\_\_\_\_\_  
Secretary

  
\_\_\_\_\_  
Chairperson, Governing Board

RESOLUTION 2017-04

A RESOLUTION OF THE GOVERNING BOARD OF BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT AUTHORIZING AND ESTABLISHING THE BABCOCK RANCH WATER UTILITIES; PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Governing Board (the "District Board") of the Babcock Ranch Community Independent Special District (the "District"), has entered into the Water and Sewer System and Irrigation Quality Water System Lease/Option to Purchase Agreement with MSKP Town and Country Utility, LLC ("MSKP") and Babcock Ranch Irrigation, LLC ("BRI") (the "Lease") pursuant to Resolution 2017-03; and

WHEREAS, pursuant to Chapter 2007-306, Section 6, Subpart 7(b) the District Board is empowered to provide for water supply, sewer, and wastewater management, reclamation, and reuse, or any combination thereof, and any irrigation systems, facilities, and services and to construct and operate connecting intercepting or outlet sewers and sewer mains and pipes and water mains, conduits, or pipelines in, along, and under any street, alley, highway, or other public place or ways, and to dispose of any effluent, residue, or other byproducts of such system or sewer system.


NOW, THEREFORE, BE IT RESOLVED by the Governing Board of the District as follows:

**Section 1. Authorization and Establishment of the Babcock Ranch Water Utilities.** Pursuant to Chapter 2007-306, Section 6, Subpart 7(b) the District Board authorizes and establishes the Babcock Ranch Water Utilities as a proprietary fund of the District to provide for potable water supply, sewer, wastewater management, biosolids management, water reclamation, and reuse, or any combination thereof, and any irrigation quality water systems, facilities, and services, and to construct and operate connecting intercepting or outlet sewers and sewer mains and pipes and potable water and irrigation quality water mains, conduits, or pipelines in, along, and under any street, alley, highway, or other public place or ways, and to dispose of any effluent, residue, or other byproducts of such system or sewer system.

**Section 2. Water Utilities Service Territory.** The District Board establishes the service territory for the Babcock Ranch Water Utilities as the District boundaries, and such areas outside the District boundaries as the District is authorized pursuant to law to provide such utility services.

**Section 3. Effective Date.** This resolution shall take effect immediately upon its adoption, and any provisions of any previous resolutions in conflict with the provisions hereof are hereby superseded.

PASSED AND ADOPTED in Public Session of the Governing Board of Babcock Ranch Community Independent Special District this December 15, 2016

BABCOCK RANCH COMMUNITY  
INDEPENDENT SPECIAL DISTRICT  
  
\_\_\_\_\_  
Chairperson, Governing Board

Attest:  
  
\_\_\_\_\_  
Secretary

RESOLUTION 2017-06

A RESOLUTION OF THE GOVERNING BOARD OF BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT ADOPTING THE ANNUAL BUDGET OF REVENUE AND EXPENSE FOR THE BABCOCK RANCH WATER UTILITIES PROPRIETARY FUND FOR THE FISCAL YEAR COMMENCING OCTOBER 1, 2016, AND ENDING SEPTEMBER 30, 2017, APPROPRIATING THE USE OF FUNDS SHOWN THEREIN AS MAY BE NEEDED OR DEEMED NECESSARY TO DEFRAY ALL EXPENSES AND LIABILITIES OF THE BABCOCK RANCH WATER UTILITIES FOR SUCH FISCAL YEAR, AND PROVIDING AN EFFECTIVE DATE.

NOW, THEREFORE, BE IT RESOLVED by the Governing Board of the District as follows:

**Section 1. Approval of Fiscal Year Budget of The Babcock Ranch Water Utilities.** The District Board adopts the budget for the Babcock Ranch Water Utilities as attached, marked "Exhibit A", as the final and approved budget for the Fiscal Year beginning October 1, 2016, and ending September 30, 2017.

**Section 2. Appropriation of Funds for the Babcock Ranch Water Utilities.** The District Board appropriates the use of the funds shown on the budget approved in Section 1 as may be necessary or deemed useful to defray the expenses and liabilities of the Babcock Ranch Water Utilities.

**Section 3. Effective Date.** This resolution shall take effect immediately upon its adoption, and any provisions of any previous resolutions in conflict with the provisions hereof are hereby superseded.

PASSED AND ADOPTED in Public Session of the Governing Board of Babcock Ranch Community Independent Special District this December 15, 2016

Attest:

  
Secretary

BABCOCK RANCH COMMUNITY  
INDEPENDENT SPECIAL DISTRICT

  
Chairperson, Governing Board

Exhibit A

BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT  
 WATER/WASTEWATER AND IRRIGATION QUALITY WATER  
 ANNUAL BUDGET FISCAL YEAR 2016/2017

Utility Revenue	
Water	\$14,000
Wastewater	\$15,000
Irrigation	\$6,400
AGRF	\$370,500
Misc.	\$18,000
Total Utility Revenue	\$411,300
Utility Expense	
O&M Expense	\$721,000
Rent	\$42,000
Total Expense	\$763,000
Net Utility Revenue	(\$351,700)
Landowner Contribution	\$351,700
Net Revenue	\$0

RESOLUTION 2017-05

A RESOLUTION OF THE GOVERNING BOARD OF BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT AUTHORIZING AND ESTABLISHING THE BABCOCK RANCH WATER UTILITIES PROPRIETARY FUND, ESTABLISHING UTILITY RECEIPTS DEPOSITORY, AUTHORIZING OTHER ADMINISTRATIVE ACTIONS NECESSARY TO COMMENCE OPERATION OF THE BABCOCK RANCH WATER UTILITIES, AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Governing Board (the "District Board") of the Babcock Ranch Community Independent Special District (the "District"), established The Babcock Ranch Water Utilities pursuant to Resolution 2017-04 ("Enabling Resolution"); and

WHEREAS, the District Board desires to establish the Babcock Ranch Water Utilities Proprietary Fund within the District Board's schedule of accounts, establish a utility receipts depository, and authorize all other administrative actions necessary to commence operation of the Babcock Ranch Water Utilities.

NOW, THEREFORE, BE IT RESOLVED by the Governing Board of the District as follows:

**Section 1. Authorization and Establishment of The Babcock Ranch Water Utilities Proprietary Fund Account.** Pursuant to the Enabling Resolution, the District Board authorizes and establishes the Babcock Ranch Water Utilities Proprietary Fund Account within the District Board's schedule of accounts.

**Section 2. Establishment of Utility Receipts Depository and Authorization of Administrative Actions Necessary to Commence Operations of the Babcock Ranch Water Utilities.** The District Board authorizes the District Manager to establish a utility receipts depository for the Babcock Ranch Water Utilities Proprietary Fund, and authorizes the District Manager to take all administrative actions necessary to commence operations of the Babcock Ranch Water Utilities.

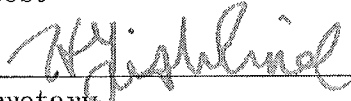
**Section 3. Effective Date.** This resolution shall take effect immediately upon its adoption, and any provisions of any previous resolutions in conflict with the provisions hereof are hereby superseded.


PASSED AND ADOPTED in Public Session of the Governing Board of Babcock Ranch Community Independent Special District this December 16, 2016



BABCOCK RANCH COMMUNITY  
INDEPENDENT SPECIAL DISTRICT

Attest:

  
\_\_\_\_\_  
Secretary

  
\_\_\_\_\_  
Chairperson, Governing Board

**MINUTES OF MEETING**

**MINUTES OF MEETING**

*Babcock Ranch Community Independent Special District  
Board of Supervisors Meeting  
Thursday, January 26, 2017 at 1:15 p.m.  
14740 SR 31, Punta Gorda FL, 33982*

Present and constituting a quorum:

Gary Nelson	Board Member
Elizabeth Andres	Board Member
Theresa Jurca	Board Member

Also present were:

Hank Fishkind	Fishkind & Associates	
Alyssa Willson	Hopping Green & Sams	
Erica Woods	Kitson & Partners	
John Broderick	Kitson & Partners	
Jerry Evans	CCMC	
Amy Wicks	Kimley Horn	(via phone)
Phillip Gildan	Town & Country Counsel	(via phone)
Johnathan Jonson	Hopping Green & Sams	(via phone)
Jill Burns	Fishkind & Associates	(via phone)
Jennifer Walden	Fishkind & Associates	(via phone)

**FIRST ORDER OF BUSINESS**

**Call to Order**

The meeting was called to order at 1:15 p.m. and Ms. Burns proceeded with roll call. Board Members Gary Nelson, Elizabeth Andres, and Theresa Jurca were present, constituting a quorum.

**SECOND ORDER OF BUSINESS**

**Organizational Matters**

**Public Comment Period**

There were no public comments at this time.

**Swearing in Theresa Jurca**

Dr. Fishkind entered the meeting in progress at 1:16 p.m. and took over running the meeting. Ms. Jurca was administered the Oath of Office prior to the Board Meeting.

The District received a resignation letter from Mr. Acosta. The seat is currently vacant and will be filled at a later time.

**Consideration of the Minutes of the  
December 15, 2016 Board of  
Supervisors' Meeting**

The Board reviewed the minutes of the December 15, 2016 Board of Supervisors' Meeting. Ms. Willson provided edits.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the Board approved the minutes of the December 15, 2016 Board of Supervisors' Meeting, as amended.

**THIRD ORDER OF BUSINESS**

**Business Matters**

**Public Hearing to Consider  
Rulemaking for the Purpose of  
Potable Water, Sewer and  
Irrigation Quality Water Utility  
Fees**

- a) **Public Comments & Testimony**
- b) **Board Comments & Questions**
- c) **Consideration of Resolution  
2017-08, Authorizing and  
Establishing the Utility Rate  
Tariff for The Babcock Ranch  
Water Utilities**
- d) **Consideration of Resolution  
2017-09, Authorizing and  
Establishing the Utility Service  
Policy for The Babcock Ranch  
Water Utilities**

At the last meeting, the Board approved a lease agreement between the District and the utility operator, Town & Country Utility and part of the lease agreement requires that the District set new rates and charges in order to pay the lease payments and the operations and maintenance. Ms. Willson requested that Dr. Fishkind and Mr. Gildan explain the rate tariff, the extension policy, service policy, and mention the waiver and then the Board can move on to the resolution. Dr. Fishkind opened the public hearing. He explained that the rates and charges are in the appropriate format. He noted that they vary by different meter

sizes and have consumption amounts for the usage of the service. Dr. Fishkind explained that the prices that are in this tariff are competitive and consistent with what is expected in a normal market and are reasonable relative to the surrounding providers. He continued to explain the automatic cost escalation and noted that it is unique that the District has the lease itself and it is cost effective for the District not to have to bare the risk of putting in the utility system and it also protects the private investor. The rates and charges provide for how the District will pay for the lease obligations incurred. Dr. Fishkind stated that the Lease Agreement has a higher base charge than in the rates and charges. Town & Country was willing to waive the ceiling amount in the Lease and agree to the published rates and charges. Ms. Willson noted that the District has an executed copy of the waiver and it will be included with all of the documents and it will be attached to one of the upcoming resolutions as an exhibit. Mr. Evans asked if there is an easy process to come to the Board to adopt a specifications or specific rates that might not have been noted within the Lease and the rates. Dr. Fishkind noted that, that will come up and the Board can amend with a simple rulemaking action and they would be required to advertise and would need 60 days time and then they can be adopted and added to the rates, charges, and procedures. Ms. Willson explained that this resolution in the package was updated from what was distributed electronically and the revisions note the waiver which expresses that the rates follow the Lease Option and Purchase Agreement approved at the last meeting and it waives strict compliance with the rate conveyance contained in the Lease Agreement through September 30, 2024. The waiver and the Rate Tariff are attached to this resolution as exhibits and by adopting this resolution the Board is relying on the waiver letter and adopting the Rate Tariff as provided in the package. Dr. Fishkind requested a motion to adopt Resolution 2017-08.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the Board adopted Resolution 2017-08, Authorizing and Establishing the Utility Rate Tariff for the Babcock Ranch Water Utilities.

Resolution 2017-09 will establish the service policies. Ms. Andres asked if this is something for the District's use or something that will be shared with homeowners who may have questions with how the District is managing things. Dr. Fishkind noted that all the documents are public and the entire agenda package is put up on the District's website so that anybody can view the documents. Ms. Woods said that she thinks that there is a website that the ISD will set up for the utility that will have the policies and procedures. Dr. Fishkind noted that the same company that has done the District site will be doing the utility site and Ms. Woods will make sure that it will be on that website. There were no further questions or comments. Dr. Fishkind requested a motion to approve Resolution 2017-09.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the Board approved Resolution 2017-09, Authorizing and Establishing the Utility Service Policy and Extension Policy for The Babcock Ranch Water Utilities.

Dr. Fishkind closed the public hearing.

**Consideration of Resolution 2017-10, Designating Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method**

Dr. Fishkind explained the Uniform Method of collecting assessments. The approval of the Uniform Method would authorize District staff to begin the discussion with Lee County for the Lee County Parcel. Ms. Willson explained that this is good to do prior to going through the Bond validation. Ms. Willson recommended holding the public hearing in at the regularly scheduled March meeting.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board approved Resolution 2017-10, Designating March 23, 2017 at 1:00 p.m. as the public hearing date on the District's intent to use the Uniform Method.

**Consideration of Amendment to Fishkind Management Contract**

Dr. Fishkind explained that Fishkind & Associates manages the District and now they are going to manage the utility as well. The District Manger spoke with Town & Country, The District Counsel, and the District Advisor and have come up with a cost-effective contract. Ms. Willson noted that the Developer had a discussion prior to this meeting and is proposing that the District would continue with this agreement in form except for the items related to the billing and customer service so the fee for the District's contract would be adjusted accordingly. MSKP Town & County would be looking to enter into a separate agreement with Fishkind & Associates for those two portions of that agreement. Ms. Willson asked the Board to approve the agreement without the monthly billing and the customer service line items with the price reflected accordingly. Dr. Fishkind expressed that he prefers the way it is because it has the District Manager working for the District only relative to the utility and the way it is describes is that the District Manager is working

in part for the private sector and in part for the Government sector and he wouldn't want anyone to suggest a conflict of interest with that mixture. Mr. Johnson explained that he does not see a legal conflict and he is comfortable with the District Manager, the District, and the utility operator moving ahead. Fishkind & Associates will work on the contract for Town & Country Utility.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board approved the amendment to the Fishkind Management Contract, in form, and authorized the Chairman to execute the final version.

#### **Consideration of Utility Developer Agreement**

Ms. Willson explained that this is an agreement between the property owner and the utility and in the context of this agreement the utility is the ISD. The property owner grants the utility the right to install and own the utility facilities inside or outside of the dedicated easements for utilities as described on the plats. The agreement addresses the property owner's use of the easement area and indemnifies the utility against certain actions against the utility. The agreement places a covenant on the land in favor of the utility stating that the utility has the exclusive rights to provide the services to the property described in Exhibit A and the agreement governs how the property owner connects the utility. It is envisioned that the Board will approve the form of this agreement and authorize the Chair to execute agreements with the property owners as appropriate. Mr. Gildan noted that it is a uniform process so that the District deals with Landowners on a uniform basis and that Landowners understand how they can obtain service from the District and he expressed that it is in line with what other governments do. Ms. Willson noted that there are a couple of typos for certain fees in the agreement and staff will do a final review to correct any of those issues prior to finalizing the document. There were no further questions or comments about the resolution so Dr. Fishkind requested a motion to approve the Utility Developer Agreement.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board approved the Utility Developer Agreement in substantial form, authorizing the Chair to execute the document once it is in final form.

### **Appointment of Auditor Selection Committee**

Dr. Fishkind explained that typically the Board would appoint itself as the Auditor Selection Committee and the meeting would immediately follow today's Board of Supervisors' Meeting.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board appointed itself as the Auditor Selection Committee.

### **Delegating Authority to the Chair to Execute Agreement with McLin Burnsed**

Ms. Willson explained that the agreement between the District and McLin Burnsed refers to services related to retaining McLin Burnsed to represent the District with regard to negotiating solid waste collection and disposal matters in Lee County and Charlotte County and the current Waste Management vendors in both of those counties. Ms. Willson noted that she will continue to serve as District Counsel however the District will be working with McLin Burnsed as Special Counsel on these services regarding the Utilities. Their hourly rate is proposed to be \$400.00 and District Counsel has provided some comments on the initial draft of the agreement that McLin Burnsed sent to the District and they are currently redoing the draft and putting the agreement in final form for the District to consider. Ms. Willson stated that as long as it conforms to those parameters of the scope of services and the \$400.00. per hour that the Board authorize the Chair to execute that agreement once it is in its final form. Dr. Fishkind noted that McLin Burnsed handled very similar matters for The Villages for many years and \$400.00 an hour is a fair price. Ms. Andres asked what McLin Burnsed is going to do and Ms. Wilson answered that the District is looking to have its own garbage and waste company franchise within the District and currently there are franchises for most of Charlotte County and most of Lee County and they use other garbage providers so the District is navigating with the County and negotiating with the County and those garbage providers to carve out the District's niche and be able to perform its own services within the District. Ms. Willson noted that her firm has a conflict of interest in doing that work for the District as District Counsel which is part of the reason why the District is looking to engage with McLin Burnsed to navigate those areas and represent the District legally on all of those issues related to garbage in both counties. McLin Burnsed will negotiate with the County and with the waste providers

to carve out Babcock as a separate waste franchise. There were no other questions or comments. Dr. Fishkind requested a motion to delegate authority to the Chair to execute the finalized agreement with McLin Burnsed.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board authorized the Chair to execute the finalized agreement with McLin Burnsed.

### **Consideration of Street Lighting Service Contract**

Ms. Willson explained that this agreement is with AIS Financial, LLC and they will be in charge of furnishing and installing the lighting facilities and providing of the maintenance of the street lights and AIS will coordinate with FP&L for connection of electricity to those facilities. Ms. Andres asked if it was a lease contract and it was confirmed that was. There were no further questions or comments. Dr. Fishkind requested a motion to approve the Street Lighting Service Contract.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board approved the Street Lighting Service Contract.

### **Ratification of Construction Agreement #2016-215-123 for the Wayfinding Monument**

Dr. Fishkind requested ratification of Construction Agreement #2016-215-123 noting that the price is \$20,596.00.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor, the Board ratified Construction Agreement #2016-215-123 for the Wayfinding Monument in the amount of \$20,596.00.



**Ratification of Construction Agreement #2016-215-124 for the Trailhead Sign and Structure**

Dr. Fishkind noted that this agreement is in the amount of \$14,400.00. Ms. Andres asked about the size of the signs and Mr. Broderick answered that it is the appearance of the same as the entrance sign and it will be backlit with a rock base. Mr. Broderick noted that he can provide photos at any time. There were no other questions or comments.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the Board ratified Construction Agreement #2016-215-124 in the amount of \$14,600.00 for Trailhead Sign and Structure.

**Consideration of Change Orders (Summary Attached)**

Mr. Broderick explained that there are also negative change orders as the District True Up the contracts. The District is paying only by what is installed on site and there are areas where a change order is made out on site that is less than what was originally contracted which is why there are some negative change orders and the positive change orders are where the District made a couple of field changes. Dr. Fishkind asked if Mr. Broderick estimated that even with the changes that the contracts would come in at or about the budget and Mr. Broderick answered yes. There was no further discussion so Dr. Fishkind requested a motion to approve the change orders.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the Board ratified the change orders, as presented.

**Ratification of Funding Requests 118-119**

Dr. Fishkind stated that these have already been approved by the Chair and need to be ratified by the Board.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the Board ratified Funding Requests 118-119.

**Ratification of Change Orders  
(summary attached)**

**Ratification of Requisitions 121 &  
128-145 (Summary Attached)**

The Board reviewed the summary of requisitions which have been approved by the Chair and need ratified by the Board.

On MOTION by Mr. Nelson, seconded by Ms. Andres, with all in favor,  
the Board ratified Requisitions 121 & 128-145.

**Ratification of Payment  
Authorizations #4-11**

The Board reviewed Payment Authorizations #4-11 which have been approved by the Chair and need ratified by the Board. Ms. Andres asked Mr. Broderick about the payment to Earth Tech Environmental, LLC. Mr. Broderick explained that the Board entered into a separate agreement with FP&L and FP&L contributed to the mitigation cost of the solar array and for the next 5 years Earth Tech will need to remove the exotics to a certain level and it is for the mitigation of the panther impacts and the wetland impacts out on the solar array and that is what is being paid for directly to Johnson for the monitoring and reporting that goes to the agencies and Earth Tech does the physical work. There were no other questions. Dr. Fishkind requested a motion to ratify Payment Authorizations #4-11.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor,  
the Board ratified Payment Authorizations #4-11.

**Statement of District Financial  
Position**

There was no action required by the Board.

**FOURTH ORDER OF BUSINESS**

**Other Business**

**Staff Reports**

**Attorney-** Ms. Willson stated that she will continue to get all of the documents and agreements in final form and over to the Chairman for execution. She is working on the continued work for the Lee County Bond Validation and the process is underway and there is not an exact timeline yet for when that will come before the Board. She noted that the legislative session will start in March and she will continue to monitor any activity and provide the Board with any updates. The District will start getting the Attorney's capital reports on all of the legislative actions and she will highlight anything that the Board should be interested in. Mr. Johnson added that that it may be a few months before the District Attorney goes ahead with the Bond Validation for the Utility transaction and for the Lee County Projects and they will keep the Board updated.

**Engineer-** No Report

**Manager-** The next meeting is scheduled for March 23, 2017

**Status Report on Construction-**

Mr. Broderick stated that everything is going well on site.

**FIFTH ORDER OF BUSINESS**

**Audience Comments and  
Supervisors Requests**


There were no Supervisor requests or audience comments.

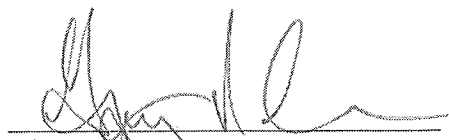
**SIXTH ORDER OF BUSINESS**

**Adjournment**

There were no further questions or comments. Dr. Fishkind requested a motion to adjourn.

On MOTION by Ms. Andres, seconded by Mr. Nelson, with all in favor, the January 26, 2017 Board of Supervisors meeting for the Babcock Ranch Community Independent Special District was adjourned.

  
Secretary/Assistant Secretary

  
Chairman