

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT
DISTRICT #1**

**REGULAR MEETING
AGENDA**

January 22, 2014

Fiddler's Creek Community Development District #1

6131 Lyons Road, Suite 100 • Coconut Creek, Florida 33073

Phone: (954) 426-2105 • Fax: (954) 426-2147 • Toll-free: (877) 276-0889

January 16, 2014

ATTENDEES:

Please identify yourself each time you speak to facilitate accurate transcription of meeting minutes.

Boards of Supervisors
Fiddler's Creek Community Development District #1

Dear Board Members:

The Board of Supervisors of the Fiddler's Creek Community Development District #1 will hold a Regular Meeting on **Wednesday, January 22, 2014 at 8:00 a.m.**, at the **Fiddler's Creek Club and Spa, 3470 Club Center Boulevard, Naples, Florida 34114**. The agenda is as follows:

1. Call to Order/Roll Call
2. Public Comments: Non-Agenda Items (*3 minutes per speaker*)
3. Special Counsel Update: Litigation Proceedings
4. Developer's Report/Update
5. Engineer's Report
6. Update: Wilmington Trust Transition
7. Discussion/Consideration: Proposal from McGuireWoods, LLP, to Provide Bond Counsel Services
8. Discussion: Series 2002 and 2005 Series Exchange Bonds – Assessment Methodology
 - A. Consideration of **Resolution 2014-3**, Declaring Special Assessments For Certain Areas of the District; Indicating the Location, Nature and Estimated Cost of Those Improvements Whose Cost is to be Paid By the Special Assessments; Providing the Estimated Cost of the Improvements to be Paid for by the Special Assessments; Providing the Manner in Which Such Special Assessments Shall be Made; Providing When Such Special Assessments Shall be Made; Designating Lands Upon Which the Special Assessments Shall Be Levied; Providing for an Assessment Plat; Adopting a Preliminary Assessment Roll; Providing for Publication of this Resolution; and Providing an Effective Date
 - B. Consideration of **Resolution 2014-4**, Setting a Public Hearing for the Purpose of Hearing Public Comment on Imposing Special Assessments on Certain Property Within the District in Accordance With Chapters 170 and 190, Florida Statutes

9. Consideration of Amendment to Traffic Signal Cost Sharing Interlocal Agreement (*to be provided under separate cover*)
10. Approval of Minutes
 - A. **December 11, 2013** Regular Meeting
 - Action Items
 - B. **December 16, 2013** Continued Meeting
11. Other Business
12. Staff Reports
 - A. Attorney
 - i. Lake Tracts Conveyances
 - B. Manager
 - i. Approval of Unaudited Financial Statements as of December 31, 2013
 - ii. **NEXT MEETING DATE: February 26, 2014 at 8:00 A.M.**
 - C. Operations Manager
13. Supervisors' Requests
14. Adjournment

Should you have any questions, please do not hesitate to contact me directly at 239-464-7114.

Sincerely,



Chesley E. Adams, Jr.
District Manager

FOR BOARD MEMBERS AND STAFF TO ATTEND BY TELEPHONE:

CALL IN NUMBER: 1-888-354-0094

CONFERENCE ID: 8593810

From: [Chuck Adams](#)
To: [Elliot Miller](#); [Anthony DiNardo](#); [Daphne Gillyard](#)
Cc: biselin@mcguirewoods.com; cguth@mcguirewoods.com
Subject: RE: Fiddler's Creek Community Development District #2
Date: Thursday, January 16, 2014 2:15:26 PM

Daphne
Please circulate this email to both CDD BOS

Thx

Sent from my Verizon Wireless 4G LTE smartphone

----- Original message -----

From: Elliot Miller
Date: 01/16/2014 2:13 PM (GMT-05:00)
To: Anthony DiNardo
Cc: biselin@mcguirewoods.com, cguth@mcguirewoods.com, Chuck Adams
Subject: Fw: Fiddler's Creek Community Development District #2

Tony:

Here is the revised fee proposal from McGuire Woods which now includes the fee for the preparation of the disclosure document with 10b-5 opinion.

You will see that the incremental difference for the fees without and with the preparation of the disclosure document is \$30,000 for CDD 2 alone and \$50,000 for both CDDs. In my opinion this is reasonable for the preparation of a liability document such as this. If the bondholders do want to market their bonds it is certainly appropriate that they bear the expense of doing so.

Chuck, please arrange for the below to be circulated to the members of the Boards of CDD1 and CDD 2 promptly. Thanks.

Elliot

----- Forwarded Message -----

From: "Iselin, Benjamin B." <biselin@mcguirewoods.com>
To: "Elliot Miller (elliott_mllr@yahoo.com)" <elliott_mllr@yahoo.com>
Cc: "Guth, Cheryl O'Donnell" <cguth@mcguirewoods.com>

Sent: Thursday, January 16, 2014 1:55 PM
Subject: Fiddler's Creek Community Development District #2

Elliot –

Based on the additional information we discussed yesterday, we have revised our assumptions about the scope of the proposed engagement of this firm by Fiddler's Creek Community Development District #2 ("CDD#2") in connection with the bond exchange transaction being contemplated by CDD#2 (the "CDD#2 Transaction"). Based on the revised assumptions outlined below, we estimate our fees to complete the tasks outlined below would be not more than \$105,000 - \$110,000. Obviously we will endeavor to be as efficient as practicable and may be able to complete those tasks for less. On the other hand, if any of these assumptions proves incorrect, we would also endeavor to inform you promptly of any change to our estimate resulting from such changed circumstances. Our out-of-pocket expenses would be a function of airfare and hotel expense for any in-person meetings or negotiations as may be required and would otherwise be expected to be nominal.

As also discussed below, if we are retained by Fiddler's Creek Community Development District 1 ("CDD#1") to assist with their similar and concurrent bond exchange transaction (the "CDD#1 Transaction", and together with the CDD#2 Transaction, collectively, the "Transactions") , on the assumptions outlined below, we believe there would be efficiencies that would accrue to both CDD#1 and CDD#2 such that our fees for both Transactions would be not more than an aggregate of \$150,000.

We have assumed as follows in preparing this estimate:

- The material terms of the CDD#2 Transaction proposed yesterday by the holders of outstanding CDD#2 bonds (the "Holders") will be refined and substantially agreed at the CDD#2 board meeting scheduled for January 22nd.
- Our in-person attendance at negotiations/closing will be required for only one meeting in addition to the initial meeting on January 22, 2014.
- The CDD#2 Transaction will close by May 1, 2014.
- As to the matters outlined below opposite the relevant task.

Tasks:

1. Review of term sheet. We have assumed that (i) the term sheet for the CDD#2 Transaction proposed yesterday by the Holders will be revised to reflect additional terms agreed at the January 22nd CDD#2 board meeting, (ii) such revised term sheet will not require further negotiation to be acceptable to CDD#2 and (iii) such agreed terms will contain summary descriptions of the bond and disclosure documentation required to effect the CDD#2 Transaction and the responsibilities of counsel for the preparation of initial drafts of such documentation.

2. Review of draft bond documents prepared by counsel to the Holders ("Holders' Counsel"). We have assumed that: (i) Holders' Counsel will propose documents within a time frame that permits a

reasonable period of time for our review; (ii) that the initial draft documents do not require material revisions to conform to the term sheet or to permit the delivery of the opinions outlined below; (iii) that any corrective comments we propose will not require substantial negotiation; and (iv) that we are required to review and comment on not more than two interim drafts of each principal document before an agreed form of such document is settled.

3. Preparation of a single disclosure document in connection with the CDD#2 Transaction, including any required description or summary therein of (i) state and federal law pertaining to the validity of the bonds and the tax treatment of interest, (ii) the bonds, and (iii) our opinion. We have assumed that diligence information required to confirm or to update and conform prior disclosure is readily available and provided by CDD#2 or by others on its behalf for our review.

4. Prepare the tax certificate and Form 8038-G.

5. Prepare authorizing resolutions, as needed, to be adopted by CDD#2.

6. Render opinions typically rendered by bond counsel in similar transactions, subject to customary assumptions, qualifications and limitations, including with respect to (i) the status of CDD#2, (ii) the due authorization, execution, delivery and enforceability of the bond documents delivered by CDD#2, (iii) federal and state tax-exemption of interest on the new bonds and (iv) no adverse impact on tax-exemption of any other tax-exempt bonds outstanding under the master trust indenture. We have assumed that customary diligence materials required for our confirmation of such matters are readily available and provided by CDD#2 or others on its behalf for our review and that no remedial action is required to permit the above opinions.

The tasks do not include (i) preparation of bond documents (including supplemental indenture(s)) other than as set forth above or (ii) preparation of closing certificates other than the tax documents listed above.

As discussed, we look forward to meeting the board of CDD#1 on January 22nd to discuss working with CDD#1 on the CDD#1 Transaction on similar terms, including subject to similar assumptions. As mentioned, we believe that if we were to be engaged by each district to act on both Transactions simultaneously there would be efficiencies that would accrue to both districts. We would view each Transaction as distinct from the other, and any such efficiencies would be contingent on both Transactions having similar terms and proceeding simultaneously.

As I mentioned to you in my prior e-mail, this firm represents Wilmington Trust, National Association and its affiliates (the "Trustee") in unrelated transactions. We have confirmed with the Trustee that this transaction would fall within the transactional waiver we have received from the Trustee on the understanding that such waiver would not permit us to act for either district in any litigation against the Trustee relating to these transactions. With the understanding that we also would not act for the Trustee in any such litigation, we would need to confirm that this limitation is satisfactory to each district.

Please let us know if you would like to discuss any of the foregoing.

Regards,
Ben

Ben Iselin | **McGuireWoods LLP** | 1345 Avenue of the Americas, New York, NY 10105 | 212.548.2158 | biselin@mcguirewoods.com

From: [Elliot Miller](#)
To: [Chuck Adams](#)
Cc: [Anthony DiNardo](#); [Phil Brougham](#)
Subject: Fw: Additional McGuireWoods materials
Date: Thursday, January 16, 2014 1:48:15 PM
Attachments: [Firm Overview.pdf](#)
[Article - 5/20/14/11 - Representative Matters.DOCX](#)
[Public Finance.pdf](#)

Chuck:

Please circulate the below with the three attachments to all of the CDD Board members of both CDD1 and CDD 2.

Thank you.

Elliot Miller

----- Forwarded Message -----

From: "Guth, Cheryl O'Donnell" <cguth@mcguirewoods.com>
To: "elliott_mlr@yahoo.com" <elliott_mlr@yahoo.com>
Cc: "Iselin, Benjamin B." <biselin@mcguirewoods.com>
Sent: Thursday, January 16, 2014 10:24 AM
Subject: Additional McGuireWoods materials

Elliot

As promised, enclosed are the following:

1. Brief description of our firm
2. Brief description of our public finance practice
3. List of representative matters (special tax/assessment bonds and municipal defaults/workouts)

Please let me know if you need any additional information.

Thanks.

Cheryl

Cheryl O'Donnell Guth
McGuireWoods LLP
7 St. Paul Street
Suite 1000
Baltimore, MD 21202-1671
410.659.4420 (Direct Line)
410.659.4525 (Direct FAX)
cguth@mcguirewoods.com

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FIRM OVERVIEW

GLOBAL REACH

McGuireWoods has more than 900 lawyers in 19 offices, and our lawyers speak 35 languages. We cross borders, practices and industries in the U.S., UK, Belgium and around the world, collaborating with colleagues and managing resources in 128 countries. We have cooperative arrangements in France with law firm KGA; in Israel with Shenhav Konforti Shavit & Co (SKS), and in Saudi Arabia with Badr Alarishi. Our international practice is further enhanced by participation in the global legal networks Lex Mundi and LNI.

VALUE IN MANAGEMENT, DISCOVERY AND TECHNOLOGY

In 2013, BTI Consulting Group ranked McGuireWoods among the top U.S. firms in its “Brand Elite 18.” To compile the list, BTI surveyed corporate counsel on legal innovation, value of service and overall strength of legal brand. We have embraced Legal Project Management to tailor our processes and create client-specific value. Our document collection and discovery processes are among the most sophisticated and efficient available today. Clients not only receive senior-level, hands-on discovery advice, but also the unique services of in-house professionals experienced in running advanced trial presentation software in front of a jury. We invest significantly in innovative, highly-efficient technology.

VALUE THROUGH ALTERNATIVE FEE ARRANGEMENT

McGuireWoods was an early adapter and is a strong proponent of offering a wide range of value billing arrangements and fee structures. More than 25 percent of major firm clients are working with us using one or more alternative-fee and value-billing arrangements.

VALUE WITH MCGUIREWOODS CONSULTING LLC

Our full-service public affairs subsidiary, McGuireWoods Consulting LLC, complements our legal services with advice on federal, state and local government relations; strategic communications; grassroots advocacy; and infrastructure and economic development. We can help our clients have a voice in shaping important regulatory developments that affect their businesses.

SERVICE TO CLIENTS

For more than a decade, McGuireWoods has been named to the BTI Consulting “Client Service A-Team,” a distinction maintained by few other U.S. law firms. In 2014, the firm was ranked for the eighth time among BTI’s “Client Service 30” list of law firms serving Fortune 1000 companies. In the report, McGuireWoods is named among “Leaders of the Best” for the firm’s breadth of services, providing value for the dollar and handling client problems.

SERVICES

- Antitrust and Trade Regulation
- Appeals and Issues
- Banking and Finance
- Class Action
- Commercial Litigation
- Corporate
- Data Privacy and Security
- Employee Benefits
- Energy Law
- Environmental
- Financial Services Litigation
- Government, Regulatory and Criminal Investigations
- Healthcare Law
- Insurance Recovery
- Intellectual Property
- Labor and Employment
- McGuireWoods Consulting LLC
- Private Wealth Services
- Product Liability and Mass Torts
- Real Estate and Land Use
- Restructuring and Insolvency
- Supply Chain Management
- Tax
- Technology and Outsourcing
- Trials

About McGuireWoods LLP

McGuireWoods LLP provides legal services to public, private, government and nonprofit clients in a variety of industries. McGuireWoods Consulting LLC offers ancillary business and strategic services that fall outside of the legal realm.

McGUIREWOODS

REPRESENTATIVE MATTERS

Special Tax/Assessment District Financings

- Bond counsel in connection with the issuance of \$54,000,000 special tax bonds issued by Maryland city to finance infrastructure for mixed-use research park, residential and commercial development
- Bond counsel in connection with the issuance of \$85,000,000 special assessment bonds by Virginia community development authority to finance infrastructure for residential and commercial development
- Bond counsel in connection with the issuance of \$15,000,000 special assessment bonds by Virginia community development authority to finance infrastructure for residential, retail and office development
- Developer's counsel in connection with the issuance of \$65,000,000 special tax bonds by a Maryland county to finance infrastructure associated with mixed-use waterfront development and subsequent reoffering/conversion
- Bond counsel in connection with the issuance of \$7,800,000 special tax bonds by Maryland city to finance infrastructure for mixed-use residential and commercial development
- Developer's counsel in connection with the issuance of \$24,555,000 special assessment bonds by Ohio community authority to finance infrastructure for continuing care retirement community
- Underwriter's counsel in connection with the issuance of \$14,000,000 special tax bonds by Maryland county to finance infrastructure for single family residential development
- Developer's counsel in connection with the issuance of \$15,000,000 special tax bonds by Illinois county to finance infrastructure for continuing care retirement community
- Developer's counsel in connection with the issuance of \$15,000,000 special assessment bonds by Kansas city to finance infrastructure for continuing care retirement community

Municipal Bond Defaults/Workouts

- Bond counsel for restructuring/bond exchange transaction relating to \$156,000,000 revenue bonds issued by Massachusetts state authority to finance senior living community
- Bond counsel for restructuring and workout of \$37,000,000 special assessment bonds issued by Virginia community development authority
- Counsel to indenture trustee in connection with purchase in lieu of redemption of \$24,900,000 special assessment bonds issued by Nevada local improvement district
- Counsel to indenture trustee in connection with default on charter school bonds issued by Arizona city
- Counsel to borrower in connection with default, forbearance and restructuring of \$7,500,000 bonds issued by Maryland state agency to finance senior living facility
- Bond counsel for restructuring and workout of \$21,000,000 special assessment bonds issued by Virginia community development authority

PUBLIC FINANCE

McGuireWoods' public finance lawyers combine extensive public finance knowledge with in-depth experience in banking, securities, real estate and tax matters – experience that affords you top quality services in all areas of public finance.

Having pioneered the use of various innovative financing techniques such as public-private partnerships, special revenue and tax pledges, lease financing, moral obligation pledges and other subject-to-appropriation financings, our public finance lawyers have successfully established the validity of these financing options through legislation, judicial validations and administrative interpretations. We are known for our innovation and for crafting solutions to meet our clients' strategic and business needs.

We have been involved in thousands of tax-exempt financings as bond counsel, underwriter's counsel and special tax counsel for agencies and other instrumentalities of California, Florida, Georgia, Illinois, Maryland, North Carolina, Pennsylvania, South Carolina, Tennessee and Virginia, as well as the District of Columbia and many localities, conduit issuers, regional authorities and districts and other special purpose issuers.

Our experience includes:

- General obligation and revenue bond financings
- Bond referenda
- Short-term financings through revenue, tax and grant anticipation notes
- Variable rate financings
- Multi-modal financings
- Tax-exempt leasing
- Installment purchase financings
- Compound interest bonds
- Zero coupon bonds
- Moral obligation bonds
- Subject-to-appropriation financings
- Commercial paper
- Derivative products

AREAS OF FOCUS

Hospital & Healthcare Financings
Higher Education & Private School Financings
Local Government Financings
Special Tax Districts
Special Assessment & Tax Increment Financing
Water & Sewer Financings
Regional Jail Financings
Nonprofits & 501(c)(3) Financings
Public School Financings
Student Housing
Industrial Revenue Bonds & Exempt Facility Bonds
Airport & Air Cargo Facility Financings
New Markets Tax Credits
Affordable Housing Projects
Solid Waste Disposal Facilities
Renewable Energy Facilities
Transportation Facilities
Lease-purchase Financings
Sports Facilities & Civic Centers

We are experienced with complex public offerings and issues using credit enhancement devices such as letters of credit and standby purchase facilities. We have served as special tax counsel in taxable and tax-exempt lease financing transactions, and have experience in the financing of regional projects involving multi-agency agreements.

We have represented numerous financial institutions, investment banking firms, financial advisors and underwriters in connection with tax-exempt financings. Our relationships with both regional and national financial institutions and underwriters are most valuable to our clients.

The *Bond Buyer* reported in its Southeast Annual Mid-Year Review issue that McGuireWoods was the No. 1 bond counsel firm by number of deals in the Southeast for the first half of 2012. The firm was ranked third in the Southeast for 2011, with 49 bond issues and an aggregate principal amount of \$2.4 billion. In other rankings, the *Bond Buyer* listed McGuireWoods as the 9th ranked bond counsel firm in the country for competitive bonds issues during the first six months of 2012.

About McGuireWoods LLP

McGuireWoods provides legal services to public, private, government and nonprofit clients in a variety of industries. McGuireWoods Consulting LLC offers ancillary business and strategic services that fall outside of the legal realm.

From: [Chuck Adams](#)
To: [Elliot Miller](#); [Daphne Gillyard](#)
Cc: [biselin@mcguirewoods.com](#); [cguth@mcguirewoods.com](#); [Anthony DiNardo](#)
Subject: RE: Fiddler"s Creek Community Development District #2
Date: Tuesday, January 14, 2014 10:27:11 PM

Daphne

Please circulate as requested below and also include on both CDD1 and CDD 2 Jan 22 agendas

thanks
Chuck

Sent from my Verizon Wireless 4G LTE smartphone

----- Original message -----

From: Elliot Miller
Date: 01/14/2014 8:35 PM (GMT-05:00)
To: Chuck Adams
Cc: [biselin@mcguirewoods.com](#), [cguth@mcguirewoods.com](#), [Anthony DiNardo](#)
Subject: Fw: Fiddler's Creek Community Development District #2

Chuck:

Please circulate this to the other members of the CDD 2 Board of Supervisors, and please add this as an agenda item at the top of the agenda for the January 22nd meeting. .

McGuireWoods is the law firm I am proposing to act as our bond counsel. While that firm would represent CDD 2 (and possible CDD1 as well), they would be paid by the bondholders other than ITG (or perhaps including ITG if ITG agrees to participate in the exchange transactions and to thereby contribute to the cost of our lawyers.

I am arranging for Ben Iselin and Cheryl Guth, two senior lawyers from McGuireWoods to attend our January 22nd meeting and meet the Board members. They will answer any questions you may have and will describe the firm and its practice.

McGuireWoods is a national firm with about 900 lawyers. They are fully familiar with representing CDDs in municipal finance transactions. I will forward further information to you about the firm.

Ben Iselin is based in New York and Cheryl Guth, who, together with associates to be designated, will perform most of the hands on services, is based in Baltimore. Coincidentally, Wilmington Trust's office with which we are working is also based in Baltimore, and also coincidentally McGuire Woods has represented Wilmington Trust. That latter fact would not seem to give rise to any conflict issues, however. McGuire Woods also has an office in Jacksonville and Florida based lawyers with the firm will be available to opine on the propriety of the transaction as described in the below email under Florida law.

At the January 22nd meeting Ben and Cheryl will also be able to meet with Tony DiNardo in his role as agent of the bondholders other than ITG and any other representative of the bondholders present at that meeting.

If satisfactory to the Board we will vote to engage McGuire Woods and sign an engagement letter along the lines of the below email, and we will need a confirmation by the bondholders that they will reimburse us for the fees and expenses paid by us to McGuire Woods.

As noted in the McGuire Woods proposal, in order to achieve economies of scale I am going to introduce Ben and Cheryl to CDD 1 at their meeting on January 22nd, and I will send a copy of this to Phil Brougham as well.

Elliot Miller

----- Forwarded Message -----

From: "Iselin, Benjamin B." <biselin@mcguirewoods.com>
To: "Elliot Miller (elliott_mllr@yahoo.com)" <elliott_mllr@yahoo.com>
Cc: "Guth, Cheryl O'Donnell" <cguth@mcguirewoods.com>
Sent: Tuesday, January 14, 2014 4:21 PM
Subject: Fiddler's Creek Community Development District #2

Elliot –

Thank you for the additional detail on the bond exchange transaction (the “Transaction”) being contemplated by Fiddler’s Creek Community Development District #2 (“CDD#2”). Outlined below are our assumptions about the scope of an engagement of this firm by CDD#2 in connection with the Transaction. Based on those assumptions we estimate our fees to complete the tasks outlined below would be not more than \$75,000 - \$80,000. Obviously we will endeavor to be as efficient as practicable and may be able to complete those tasks for less. On the other hand, if any of these assumptions proves incorrect, we would also endeavor to inform you promptly of any change to our estimate resulting from such changed circumstances. Our out-of-pocket expenses would be a function of airfare and hotel expense for any in-person meetings or negotiations as may be required and would otherwise be expected to be nominal.

We have assumed as follows in preparing this estimate:

- Akerman Senterfitt (“AS”), counsel for the holders (the “Holders”) of outstanding CDD#2 bonds, will propose a term sheet for the Transaction prior to the CDD#2 board meeting scheduled for January 22nd.
- Our in-person attendance at negotiations/closing will be required for only one meeting in addition to the initial meeting on January 22, 2014.
- The Transaction will close by May 1, 2014.
- As to the matters outlined below opposite the relevant task.

Tasks:

1. Review term sheet prepared by AS. We have assumed: (i) the term sheet will propose material terms for each series of new bonds to be issued by CDD#2, the exchange by the Holders of CDD#2’s existing bonds for such new bonds and the funding of CDD#2’s Transaction expenses; (ii) CDD#2 will not be required to participate in any remarketing activity following such exchange; (iii) the term sheet will not require substantial negotiation; and (iv) we are required to review and comment on not more than two interim drafts before the term sheet is settled.

2. Review bond documents prepared by AS. We have assumed that: (i) AS will propose documents within a time frame that permits a reasonable period of time for our review; (ii) that the initial draft documents proposed by AS do not require material revisions to conform to the term sheet or to permit the delivery of the opinions outlined below; (iii) that any corrective comments we

propose will not require substantial negotiation; and (iv) that we are required to review and comment on not more than two interim drafts of each principal document before an agreed form of such document is settled.

2. Review any single disclosure document prepared by AS in connection with the Transaction and prepare any required description or summary therein of (i) state and federal law pertaining to the validity of the bonds and the tax treatment of interest, (ii) the bonds, and (iii) our opinion. Same assumptions as under 1 above with respect to review of such disclosure document.

3. Prepare the tax certificate and Form 8038-G.

4. Prepare authorizing resolutions, as needed, to be adopted by CDD#2.

5. Render opinions typically rendered by bond counsel in similar transactions, subject to customary assumptions, qualifications and limitations, including with respect to (i) the status of CDD#2, (ii) the due authorization, execution, delivery and enforceability of the bond documents delivered by CDD#2, (iii) federal and state tax-exemption of interest on the new bonds and (iv) no adverse impact on tax-exemption of any other tax-exempt bonds outstanding under the master trust indenture. We have assumed that customary diligence materials required for our confirmation of such matters are readily available and provided by CDD#2 for our review and that no remedial action is required to permit the above opinions.

The tasks do not include:

1. Preparation or negotiation of the term sheet or bond documents (including supplemental indenture(s)) or any disclosure document other than as set forth above.
2. Preparation of closing certificates other than the tax documents listed above.
3. Rendering any 10b-5 or similar opinions regarding securities law matters.

Thank you also for your kind offer to introduce us to Fiddler's Creek Community Development District 1 ("CDD#1"). We would be pleased to offer to work with CDD#1 on similar terms in respect of the bond exchange transaction contemplated by CDD#1. I can imagine that there would be efficiencies that would accrue to both CDD#1 and CDD#2 if were to be engaged by each district to act on both transactions simultaneously. We would view each transaction as distinct from the other, and any such efficiencies would be contingent on both transactions proceeding simultaneously.

As I mentioned to Wayne Davis last week, this firm represents Wilmington Trust, National Association and its affiliates (the "Trustee") in unrelated transactions. We have confirmed with the Trustee that this transaction would fall within the transactional waiver we have received from the Trustee on the understanding that such waiver would not permit us to act for either district in any litigation against the Trustee relating to these transactions. With the understanding that we also would not act for the Trustee in any such litigation, we would need to confirm that this limitation is satisfactory to each district.

Please let us know if you would like to discuss any of the foregoing.

Regards,
Ben

Ben Iselin | **McGuireWoods LLP** | 1345 Avenue of the Americas, New York, NY 10105 | 212.548.2158 | biselin@mcguirewoods.com

RESOLUTION 2014-3

A RESOLUTION OF FIDDLER'S CREEK COMMUNITY DEVELOPMENT DISTRICT 1 DECLARING SPECIAL ASSESSMENTS FOR CERTAIN AREAS OF THE DISTRICT; INDICATING THE LOCATION, NATURE AND ESTIMATED COST OF THOSE IMPROVEMENTS WHOSE COST IS TO BE PAID BY THE SPECIAL ASSESSMENTS; PROVIDING THE ESTIMATED COST OF THE IMPROVEMENTS TO BE PAID FOR BY THE SPECIAL ASSESSMENTS; PROVIDING THE MANNER IN WHICH SUCH SPECIAL ASSESSMENTS SHALL BE MADE; PROVIDING WHEN SUCH SPECIAL ASSESSMENTS SHALL BE MADE; DESIGNATING LANDS UPON WHICH THE SPECIAL ASSESSMENTS SHALL BE LEVIED; PROVIDING FOR AN ASSESSMENT PLAT; ADOPTING A PRELIMINARY ASSESSMENT ROLL; PROVIDING FOR PUBLICATION OF THIS RESOLUTION; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, Fiddler's Creek Community Development District 1 (the "District") issued its Special Assessment Revenue Bonds, Series 2002A and Series 2002B and its Special Assessment Revenue Bonds, Series 2005 (the "Exchange Bonds") for the principal purpose of providing funds to finance the costs of various public "Assessment Improvements" (the "Project"); and

WHEREAS, the District has been presented a proposal by the beneficial owners of all of the Exchange Bonds which proposal is generally described in the presentation of FMSbonds, Inc., dated July 24, 2013 and included in the Board of Supervisors (the "Board") agenda packet of this date; and

WHEREAS, the proposal of the beneficial owners of the Exchange Bonds is to exchange all of the Exchange Bonds for new bonds designated as Special Assessment Revenue Bonds, Series 2013-1, Series 2013-2, Series 2013-3 and Series 2013-4 or similar designations (collectively the "New Bonds"); and

WHEREAS, because the principal amount of the New Bonds will exceed the current principal amount of the Exchange Bonds in order to provide adequate security for the New Bonds it is necessary to increase the principal amount of the Assessments (as defined below); and

WHEREAS, Fishkind & Associates, Inc., the District's assessment consultant, has determined in its report attached hereto ("the Report") that the special benefit from the portion of the Project allocated to each of the four (4) assessment areas within the District as described in the Report is greater than the principal amount of the Assessments to be levied within each such area; and

WHEREAS, in order to secure each series of the New Bonds by eventually levying special assessments in a principal amount equal to the principal amount of each such series, Florida law, particularly Section 170.03, Florida Statutes, requires the adoption by the Board of this resolution; and

WHEREAS, it is in the best interest of the District to issue the New Bonds in place of the Exchange Bonds and to levy special assessments pursuant to Chapters 170 and 190, Florida Statutes (the "Assessments") to secure each series of such New Bonds; and

WHEREAS, the District is empowered by Chapter 190, the Uniform Community Development District Act of 1980, Chapter 170, Supplemental and Alternative Method of Making Local Municipal Improvements, and Chapter 197, *Florida Statutes*, impose, levy and collect the Assessments; and

WHEREAS, the District hereby determines that special benefits will accrue to the properties securing each series of the New Bonds and that Assessments will be made in proportion to the special benefits received as set forth in the Report incorporated herein by reference and on file at 9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135, phone (239) 464-7114; and

WHEREAS, the District hereby determines that the Assessments to be levied will not exceed the special benefits to each of the properties specially benefited by the Project.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD
OF SUPERVISORS OF FIDDLER'S CREEK COMMUNITY
DEVELOPMENT DISTRICT 1:**

1. Assessments shall be levied in each of the assessed areas as set forth in the Report in an amount equal to the principal amount of the applicable series of New Bonds.
2. The nature and general location of the Project is on file at the office of the District located at 9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135 and the Report is also on file and available for public inspection at the same location.
3. The estimated cost of the Project in Area 1 is \$6,250,000, in Area 2, \$12,055,000, in Area 3, \$7,460,000 and in Area 4, \$7,875,000.
4. The Assessments will defray the principal amount of each Series of the New Bonds and interest paid on the Assessments will be used to pay interest on the New Bonds..
5. The manner in which the Assessments shall be apportioned and paid is set forth in the Report.
6. The Assessments shall be levied against those properties within the District as set forth in the Report.

7. There is on file, at the offices of the District Manager at 9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135, an assessment plat showing the areas to be assessed, which is and shall be open to inspection by the public.

8. The Assessments for Areas 1 and Area 2 shall be paid in not more than (20) twenty yearly installments and the Assessments for Areas 3 and 4 shall be paid in not more than twenty-five (25) yearly installments. The Assessments may be payable at the same time and in the same manner as are ad-valorem taxes and collected pursuant to chapter 197, Florida Statutes; provided, however, that in the event such uniform method of collecting the Assessments is not available to the District in any year, or if determined by the District to be in its best interest, the Assessments may be collected as is otherwise permitted by law.

9. The District Manager has caused to be made a preliminary assessment roll, in accordance with the method of assessment described in the Report hereto, which shows the lots and lands assessed, the amount of the Assessment against each lot or parcel of land and the number of annual installments into which such Assessment may be divided, which is hereby adopted and approved as the District's preliminary assessment roll.

10. The Board shall adopt a subsequent resolution to fix a time and place at which the owners of the property to be assessed or any other persons interested therein may appear before the Board and be heard as to the propriety and advisability of the Assessments, the manner of payment therefor, or the amount thereof to be assessed against each property to be encumbered by the Assessments.

11. The District Manager is hereby directed to cause this resolution to be published twice (once a week for two (2) weeks) in a newspaper of general circulation published within Collier County and to provide mailed notices to the owners of the property subject to the proposed Assessments and such other notice as may be required by law or deemed in the best interest of the District.

12. This Resolution shall become effective upon its passage.

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PASSED AND ADOPTED this 22nd day of January, 2014.

**FIDDLER'S CREEK COMMUNITY
DEVELOPMENT DISTRICT NO. 1**

ATTEST:

By: _____
Chairman, Board of Supervisors

Secretary

RESOLUTION 2014-4

A RESOLUTION OF FIDDLER'S CREEK COMMUNITY DEVELOPMENT DISTRICT 1 SETTING A PUBLIC HEARING TO BE HELD ON FEBRUARY 26, 2014 AT 8 A.M. AT FIDDLER'S CREEK CLUB AND SPA, 3470 CLUB CENTER BOULEVARD, NAPLES, FLORIDA 34114, FOR THE PURPOSE OF HEARING PUBLIC COMMENT ON IMPOSING SPECIAL ASSESSMENTS ON CERTAIN PROPERTY WITHIN THE DISTRICT IN ACCORDANCE WITH CHAPTERS 170 AND 190 FLORIDA STATUTES.

WHEREAS, the Board of Supervisors of Fiddler's Creek Community Development District 1 ("Board") has previously adopted its Resolution 2014-3, entitled:

A RESOLUTION OF FIDDLER'S CREEK COMMUNITY DEVELOPMENT DISTRICT 1 DECLARING SPECIAL ASSESSMENTS FOR CERTAIN AREAS OF THE DISTRICT; INDICATING THE LOCATION, NATURE AND ESTIMATED COST OF THOSE IMPROVEMENTS WHOSE COST IS TO BE PAID BY THE SPECIAL ASSESSMENTS; PROVIDING THE ESTIMATED COST OF THE IMPROVEMENTS TO BE PAID FOR BY THE SPECIAL ASSESSMENTS; PROVIDING THE MANNER IN WHICH SUCH SPECIAL ASSESSMENTS SHALL BE MADE; PROVIDING WHEN SUCH SPECIAL ASSESSMENTS SHALL BE MADE; DESIGNATING LANDS UPON WHICH THE SPECIAL ASSESSMENTS SHALL BE LEVIED; PROVIDING FOR AN ASSESSMENT PLAT; ADOPTING A PRELIMINARY ASSESSMENT ROLL; PROVIDING FOR PUBLICATION OF THIS RESOLUTION; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, in accordance with such resolution, a preliminary assessment roll has been prepared and all other conditions precedent set forth in chapters 170, and 190, *Florida Statutes*, to the holding of the aforementioned public hearing have been satisfied, and the roll and related documents are available for public inspection at the offices of the District located at 9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135.

NOW THEREFORE BE, IT RESOLVED BY THE BOARD OF SUPERVISORS OF FIDDLER'S CREEK COMMUNITY DEVELOPMENT DISTRICT 1:

1. There is hereby declared a public hearing to be held at 8 a.m., February 26, 2014, or as soon thereafter as such matter may be heard at 3470 Club Center Boulevard, Naples, Florida 34114, for the purpose of hearing comment and objections to the proposed special assessment program as identified in the preliminary assessment roll, a copy of which is on file at

9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135. Said preliminary assessment roll indicates the description of the project to be assessed and the amount expected to be assessed to each benefited piece or parcel of property. Affected parties may appear at that hearing or submit their comments in writing prior to the meeting to the office of the District Manager located at 9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135, Attention: Chuck Adams.

2. Notice of said hearing shall be advertised in accordance with Chapters 170 and 190, *Florida Statutes*, and the District Manager is hereby authorized and directed to place said notice in a newspaper of general circulation published within Collier County (by two publications one week apart with the last publication at least one week prior to the date of the hearing established herein). The District Manager shall file a publisher's affidavit with the District Secretary verifying such publication of notice. The District Manager is further authorized and directed to give (30) thirty days written notice by mail of the time and place of this hearing to the owners of all property to be assessed and include in such notice the amount of the assessment for each such property owner, a description of the areas to be improved and notice that information concerning all assessments may be ascertained at 9220 Bonita Beach Road, Suite 214, Bonita Springs, Florida 34135. The District Manager shall file proof of such mailing by affidavit with the District Secretary.

3. This Resolution shall become effective upon its passage.

PASSED AND ADOPTED this 22nd day of January, 2014.

**FIDDLER'S CREEK COMMUNITY
DEVELOPMENT DISTRICT NO. 1**

ATTEST:

Chairman, Board of Supervisors

Secretary

1 **MINUTES OF MEETING**
2 **FIDDLER’S CREEK COMMUNITY DEVELOPMENT DISTRICT #1**

3
4 A Regular Meeting of the Board of Supervisors of the Fiddler’s Creek Community
5 Development District #1 was held on **Wednesday, December 11, 2013, at 8:00 a.m.**, at the
6 **Fiddler’s Creek Club and Spa, 3470 Club Center Boulevard, Naples, Florida 34114.**
7

8 **Present at the meeting were:**

9
10 Phil Brougham Chair
11 Gerald Bergmoser Vice Chair
12 James Curland Assistant Secretary
13 Richard Peterson Assistant Secretary
14 Robert Slater Assistant Secretary
15

16 **Also present were:**

17
18 Chuck Adams District Manager
19 Cleo Crismond Assistant Regional Manager
20 Terry Cole District Engineer
21 Tony Pires District Counsel
22 Rick Reyes Tobin & Reyes, P.A., Litigation Counsel
23 Aleida Martinez Molina (*via telephone*) Weiss Serota, Special Counsel
24 Tony DiNardo Developer
25 Peter Blitcher Resident
26
27

28 **FIRST ORDER OF BUSINESS**

Call to Order/Roll Call

29
30 Mr. Adams called the meeting to order at 8:01 a.m., and noted, for the record, that all
31 Supervisors were present, in person.
32

33 **SECOND ORDER OF BUSINESS**

**Public Comments: Non-Agenda Items (3
minutes per speaker)**

34
35
36 Mr. Brougham asked for public comments on non-agenda items.
37 There being no public comments, the next item followed.
38

39 **THIRD ORDER OF BUSINESS**

Developer’s Report/Update

40
41 *****This item, previously the Fourth Order of Business, was presented out of order.*****

42 Mr. DiNardo referred to a map of Marsh Cove and stated that all of the property is under
 43 contract with Ashton Woods Homes. Building will be completed in sections, likely beginning in
 44 the spring. He indicated that the community will be gated and all construction will be paid for
 45 by the developer so that everything is private. Mr. DiNardo stated that the development will
 46 consist of a combination of 540 types of units. Mr. DiNardo discussed the probable locations of
 47 the construction entrances.

48 In response to a question regarding amenities in Marsh Cove, Mr. DiNardo indicated that
 49 Marsh Cove residents will be members of The Foundation.

50

51 **FOURTH ORDER OF BUSINESS**

**Special Counsel Update: Litigation
 Proceedings**

52

53

54 ******This item, previously the Third Order of Business, was presented out of order.******

55 Mr. Reyes indicated that, after the bondholders amended their lawsuit to include issues
 56 with respect to CDD #1, the District immediately joined in on a motion to intervene, as
 57 previously discussed. The matter is set for hearing and will be heard on January 29, 2014, unless
 58 U.S. Bank agrees to the District’s motion.

59 Mr. Reyes advised that, for CDD #2, U.S. Bank agreed to resign and be replaced by
 60 Wilmington Trust; action will be taken to have U.S. Bank resign from CDD #1, as well.
 61 Regarding CDD #2, Mr. Reyes explained that a “Resignation and Removal Agreement” was
 62 involved, as U.S. Bank resigned from one (1) bond series and was removed from other bond
 63 series’. He anticipates that, with CDD#1, U.S. Bank will accept removal.

64 Mr. Brougham asked if U.S. Bank might be removed by the January meeting. Mr. Reyes
 65 stated that it is possible that it could be completed by then, in light of U.S. Bank’s recent
 66 cooperation.

67 Mr. DiNardo voiced his belief that the transfer will happen “sooner rather than later” with
 68 CDD #2. He stated that the only thing holding up the transfer is the updated “medallion letters”
 69 from the bondholders; those will be updated immediately to complete the transfer. Mr. DiNardo
 70 indicated that he will work with the bondholders’ attorney to expedite the transfer for CDD #1.
 71 He would like the public hearing for revenue assessment to be scheduled for January.

72 Mr. Brougham advised that he received a copy of Mr. Harvey Pitts’ deposition from
 73 CDD #2 Board Member, Mr. Elliot Miller; he found the deposition compelling and asked that it

74 be forwarded to the other Board Members. Mr. DiNardo felt that the deposition shows the
75 strength of the District’s position. Mr. Reyes confirmed that, from the beginning, Mr. Pitts was
76 in agreement with the claims asserted by the Districts and the bondholders. Mr. Reyes indicated
77 that he filed a pleading to intervene in the other suit; therefore, the District can hold an executive
78 session. Mr. Pires concurred that an executive session can be held, now that there is pending
79 litigation. The Board agreed to continue the meeting to Monday, December 16, 2014 at 1:00
80 p.m., at this location, in a room to be determined, to hold a closed door session related to the
81 District’s pending litigation involving U.S. Bank and various bondholders, with the parties in
82 attendance being Mr. Reyes, Mr. Adams, Mr. Pires, the Board Members and a court reporter.

83 Mr. Reyes indicated that he will provide everyone with copies of the litigation that was
84 filed, along with Mr. Pitts’ opinion.

85 In response to a question, Mr. DiNardo stated that he does not know the number of acres
86 of the Marsh Cove property and Mr. Cole estimated that it is 300 to 350 acres.

87

88 **FIFTH ORDER OF BUSINESS**

Engineer’s Report

89

90 Mr. Cole presented Draw #83, for the 2005 Series bonds, for approximately \$700 for
91 ongoing work related to the lake turnover exhibits.

92 Regarding the lake turnover, Mr. Pires advised that he has deeds and is awaiting reports
93 and affidavits from Mr. Woodward. Mr. DiNardo stated that he will remind Mr. Woodward, as
94 well.

95 Mr. Cole indicated that Phase 2 lake erosion work was completed; the sod is growing
96 well. A few punch list items remain. He reported that an irrigation blowout, along Lake 6, has
97 been repaired by TruGreen. Mr. Cole advised that he will begin looking at the scope for Phase 3.
98 In response to Mr. Brougham’s question regarding whether everything will start over, Mr. Cole
99 replied no and stated that all of the lakes were inspected and prioritized, a few years ago. He
100 explained that Phase 1 addressed the highest priority areas, Phase 2 focused on the high and
101 medium priority areas and Phase 3 will complete the medium to low priority areas. Mr. Cole
102 advised that the lakes will be evaluated again to ensure that none of the priorities changed and
103 that there are no new areas of concern. Work will be within the confines of the budgeted
104 amount, similar to Phases 1 and 2.

105 Mr. Cole indicated that the herbicide spill material was collected in drums and was
106 picked up. He will follow up to obtain documentation of proper disposal.

107 Mr. Pires advised that his letter was finalized and will be forwarded to all contractors
108 performing this type of work on the property.

109 Mr. Cole noted that herbicide spray material residue was observed on Fiddler’s Creek
110 Parkway, near Mallards; the area was pressure cleaned.

111 Mr. Cole reported that the underground utility locate information for the 951 traffic signal
112 is expected today. The report will be forwarded to David Plumber and Associates to complete
113 the design. Mr. Cole anticipates submitting the design to the DOT for permitting in January.

114 Mr. DiNardo reminded the Board that construction money is used for construction or to
115 redeem bonds and, if the District recovers its construction funds, the bondholders will insist that
116 the money be used to pay for the traffic signal, as the Engineer’s Report allocated money for the
117 signal.

118
119 **SIXTH ORDER OF BUSINESS** **Consideration of Award of Contract:**
120 **Lake and Wetland Maintenance**

121
122 Ms. Crismond indicated that three (3) proposals were received. The current contractor,
123 LakeMasters, bid \$150,192, which reflects a 2.5% decrease from their current contract price.
124 She advised that LakeMasters does a good job.

125 Mr. Brougham questioned why an existing vendor would decrease their price. He
126 believes that it raises questions.

127 Ms. Crismond felt that it was a strategy and noted that contractors’ bids often fluctuate, in
128 order to keep a contract. Mr. Adams reminded the Board that the District’s contracts are public
129 record; therefore, bidders can find out the price of the current contract and use that information
130 to bid lower, which can put the current contractor at a disadvantage, if they maintain the same
131 pricing. Ms. Crismond stated that the reduction could also be related to LakeMasters also
132 maintaining CDD #2 and The Rookery.

133 Mr. Brougham stated that, overall, he does not have major complaints about
134 LakeMasters; however, from his personal point of view, the Board and Staff should not receive
135 frequent complaints about algae build up or noxious weeds. In response to Mr. Brougham’s
136 question, Ms. Crismond confirmed that LakeMasters is under contract for every lake, at least

137 once per month. Mr. Brougham stated that there have been complaints, although not numerous.
 138 Mr. Brougham noted that one (1) lake is infamous for problems and questioned if LakeMasters
 139 should visit that lake more than once per month and, if so, if it would be an addition to the
 140 contract. Mr. Brougham believes that LakeMasters knows where the problems are and should be
 141 more proactive.

142 Mr. Brougham requested that work reports received from LakeMasters be provided to the
 143 Board Members, so that they are aware of complaints and what is done. He questioned if the
 144 reports could be posted on the website.

145 A Board Member recalled Ms. Crismond’s comment that LakeMasters “does a good job”
 146 and asked her if she spends a lot of pushing them to do what they are supposed to do.

147 Ms. Crismond reiterated that LakeMasters “does a good job”. The only frustrations have
 148 been dealing with the lilies and, this summer, the issue of the torpedo grass. Ms. Crismond
 149 advised that the “issues” with LakeMasters are “night and day” compared to problems she
 150 encountered with other contractors. Ms. Crismond concluded that she is very comfortable
 151 staying with LakeMasters.

152 Should LakeMasters be awarded the contract, Mr. Brougham directed Ms. Crismond to
 153 advise them that the District has repeatedly reminded them of the problems in the lakes and the
 154 District wants them to pay special attention to the timing and weather conditions. He believes
 155 that LakeMasters should anticipate the problems and work on them immediately, so that the
 156 District does not need to contact them.

157

On MOTION by Mr. Curland and seconded by Mr. Slater, with all in favor, Staff’s recommendation to award the Lake and Wetland Maintenance Contract to LakeMasters, in the amount of \$150,192, was approved.

158

159

160

161

162

163

164

▪ **Special Counsel Update: Bankruptcy Proceedings**

165

****This item was an addition to the Agenda.****

166

Ms. Martinez Molina reported that, this past week, the reorganized debtors filed a motion
 167 to finalize and close the bankruptcy estate. She stated that this means that the bankruptcy case
 168 will be closed and the reorganized debtors would no longer be required to provide periodic
 169 reports or pay the U.S. trustee fees, as well as stating that the plan was substantially

170 consummated. Ms. Martinez Molina was not sure of the status of the payments due to CDD #1
171 or with respect to the bonds for CDD #1 but wanted to bring it to the Board’s attention because
172 the motion does not state that payments were made or that the District was paid, although it leads
173 the reader to believe that the payments were made. She proposed contacting counsel for the
174 reorganized debtors to ensure that any final order does not misrepresent the status of the
175 obligations with respect to CDD #1, as opposed to filing an objection or taking overt actions in
176 response to the motion to finalize the bankruptcy case.

177 Mr. DiNardo stated that he represents the 2002 and 2005 bondholders. He indicated that
178 consent agreements were sent to the Board to postpone the payments until November, 2014; they
179 are in the process of restructuring the bonds. Mr. DiNardo voiced his opinion that Ms. Martinez
180 Molina’s concerns are moot and there are no issues. He advised that litigation is what caused the
181 bankruptcy closing to take so long. The reorganized debtors are requesting that the bankruptcy
182 court close the case with the two (2) pending litigations; the Fiddler’s Creek Community is suing
183 Naples Landing and P____ Capital. Mr. DiNardo affirmed that there are no issues with the plan
184 or payment of the bonds; the Board realizes that the bonds are being restructured.

185 Mr. Brougham recalled an email exchange between Ms. Martinez Molina and the
186 bondholders’ counsel regarding this situation. He feels that no Board action is necessary at this
187 time.

188 Ms. Martinez Molina advised that, even if the case is finalized and technically closed, if
189 there are issues in the future, CDD #1 could bring the matter to the bankruptcy court’s attention.
190 She indicated that it is important to know that the bankruptcy, as it is, will be winding down.

191

192 **SEVENTH ORDER OF BUSINESS**

**Approval of November 20, 2013 Regular
Meeting Minutes**

193
194

195 Mr. Brougham presented the November 20, 2013 Regular Meeting Minutes and asked for
196 any additions, deletions or corrections. The following changes were made:

197 Line 99: Change “increased” to “decreased”

198 Line 207: Change “an” to “and”

199 Line 362: Delete “sent” and change “contract” to “contacted”

200 Mr. Brougham referred to Line 368, where Mr. Adams previously indicated that a
201 separate “legal” line item would be added related to the legal expenses and asked when it will be
202 created, as it has not appeared on the report. Mr. Adams did not provide an answer.

203

**On MOTION by Mr. Bergmoser and seconded by Mr. Slater,
with all in favor, the November 20, 2013 Regular Meeting
Minutes, as amended, were approved.**

204

205

206

207

208

209 **EIGHTH ORDER OF BUSINESS**

Other Business

210

211 There being no other business, the next item followed.

212

213 **NINTH ORDER OF BUSINESS**

Staff Reports

214

215 **A. Attorney**

216 Mr. Pires reiterated that the letter regarding the herbicide spill was finalized and will be
217 sent once he receives the list of all contractors. He anticipates receiving the information this
218 week; letters will be sent to the two (2) known vendors today.

219 **B. Manager**

220 **i. Approval of Unaudited Financial Statements as of November 30, 2013**

221 Mr. Brougham asked when the tax collector rebates of approximately \$28,000 will be
222 received. Mr. Adams indicated that the money is generally received within 30 days of being
223 posted by the tax collector. Mr. Brougham felt that a check should be received soon. Mr.
224 Adams advised that the money will be posted under “Miscellaneous” revenue.

225 Mr. Brougham asked what repairs were completed at the gatehouse, to amount to \$8,000.

226 Mr. Adams indicated that the costs are related to pressure washing and painting; cabinet
227 replacement, wall repairs to abate mold and replacing floors remain pending. He noted that the
228 exterior work was completed and the amount also reflects a front-end deposit for the cabinet
229 work and floor interior work. Mr. Adams advised that, as work commenced, the mold issue was
230 discovered. He confirmed that the mold issue is related to poor drainage outside of the southeast
231 corner of the building; the external drainage problem was repaired during the summer and the
232 interior mold was abated about a week ago. Mr. Adams reiterated that the mold abatement costs
233 were unanticipated.

234 Mr. Curland questioned why the District is maintaining a BB&T savings account with
235 only \$673. Mr. Adams indicated that there is no reason to maintain the account other than it sits
236 as another preapproved depository location where cash can be moved, if necessary. Mr. Adams
237 pointed out that the SunTrust account currently exceeds the FDIC limit and funds should be
238 moved to the FineMark ICS account. Mr. Adams recommended closing the BB&T account. Mr.
239 Brougham directed Mr. Adams to advise Staff to “pay attention” to the SunTrust account.

240 **ii. NEXT MEETING DATE: January 22, 2014 at 8:00 A.M.**

241 The next meeting is scheduled for January 22, 2014 at 8:00 a.m.

242 **C. Operations Manager**

243 Ms. Crismond indicated that pressure cleaning continues. The contractor promised to be
244 finished on Saturday. Mr. Brougham stressed that, next year, the contractor must understand the
245 sequence that the District wants the roads cleaned. Mr. Brougham believes that work should
246 begin at the main entrance, on Fiddler’s Creek Parkway, and Championship Drive, on a
247 secondary basis. Additionally, the contractor should start at one end and proceed along the entire
248 width and length of the roadways and sidewalks; they should not bounce around to different
249 roads.

250 Regarding sensors that were installed at the back gate, Mr. Curland reported that the
251 sensor was located to be effective only if the person is at the call box; he noted several issues
252 with the positioning and his opinion that nothing was gained from installing the sensor in that
253 location. Mr. Curland asked why the community needs a pass to get out of the community. Mr.
254 Adams indicated that the system was implemented with a purpose and in response to a concern.

255 Mr. DiNardo stated that it relates to construction taking place in the community and
256 research shows that thievery occurs more from “within”, especially in a community such as
257 Fiddler’s Creek. He advised of a robbery in Whisper Trace; it was concluded that construction
258 people cased the community and were able to identify the “weak spots” because no one
259 monitored the construction workers’ whereabouts while on property. Mr. DiNardo stated that
260 the response was to institute a system where all builders meet with Mr. Charbonneau to provide
261 information regarding their major vendors so that bar codes can be distributed. He indicated that
262 the bar codes will not work after a certain time so, if a construction worker remains in the
263 community, it is known. Additionally, cameras capture vehicles as they enter and exit the
264 community.

265 Mr. Brougham advised that both Districts approved the "closed circuit" system which
266 requires a clicker or code to exit the community. He discussed the benefits of the current system.

267

268 **TENTH ORDER OF BUSINESS**

Supervisors' Requests

269

270 Mr. Brougham asked that Management develop and maintain an "Action Item List" for
271 the Board's review every meeting. He recalled that, a few meetings ago, he reiterated his request
272 that the Board be copied on all letters that go out and notified when phone calls are made, etc.
273 Mr. Brougham believes that certain things "fall through the cracks" and, while he acknowledges
274 that Fiddler's Creek is not the Management team's only client, "that is not his nor the Board's
275 issue". Whether a letter is to be written, an action to be taken, and so on, Mr. Brougham wants
276 more formal follow up, by way of documentation, and that the person responsible for the action
277 give Mr. Adams an update so that the "Action Items List" can be updated each month and items
278 can be closed out. Mr. Brougham noted that Mr. Pires was directed to prepare a letter but did
279 not. He feels that the Board directs Staff to do things and they should be done.

280 Mr. Brougham directed Mr. Adams to institute an "Action Items List". He advised that
281 Mr. Cole, Mr. Pires and Ms. Crismond are responsible for providing Mr. Adams with a status
282 update of their items.

283 Mr. Adams suggested adding the "Action Items List" at the end of the monthly meeting
284 minutes. Mr. Brougham agreed to the suggested approach.

285 Mr. Brougham asked Mr. Adams or Mr. Pires to draft a letter to all contractors working
286 within the District advising them that they are under obligation, under the terms of their
287 contracts, to take direction from Staff members and, if they receive phone calls or on-site visits
288 from residents, they are to be polite but that direction comes from District Staff. He noted
289 incidents where residents and contractors have interacted, which "got out of hand".

290 Mr. Slater questioned why a resident would directly approach a contractor working on
291 site. Mr. Slater suggested that, instead of telling all of the contractors what to do, Mr. Brougham
292 should have informed the resident that emailed him with her issue of the proper procedures. Mr.
293 Brougham indicated that he did let her know; however, he feels that the contractors should know
294 what to do if a resident contacts them directly, by telephone, email, etc. Mr. Brougham wants all
295 contractors put on notice to be polite and inform the resident that they will discuss the matter
296 with District Staff. Mr. Brougham discussed the recent instance where a resident contacted a

297 contractor's office directly and things escalated without the District being aware of what was
298 occurring.

299 Mr. Pires' asked if this would be the third item on the "Action Items List" and if it would
300 come to the District Manager for clarification. Mr. Adams advised that the District Manager will
301 take care of that.

302 Mr. Curland indicated that he received an email late yesterday afternoon from Mr. Peter
303 Blitcher, a resident, which he forwarded to Mr. Adams and Ms. Crismond, and asked them to
304 notify the Board. He asked that Mr. Blitcher be allowed to speak on the matter today.

305 Mr. Blitcher indicated that his letter contains a few items that he previously brought to
306 the Board's attention. He noted that Mahogany has an unusual amount of sand in the street due
307 to construction; it was discussed with the builder but has not been cleaned up. Mr. Blitcher
308 voiced his opinion that the street sweeper does not pick up the sand; it just makes more of a
309 mess.

310 Mr. Brougham directed Ms. Crismond to contact the street sweeper and inform him that,
311 when it is obvious that there is a load of materials on the roadway, he should drive around it and
312 not try to sweep it up, as it causes dust and is not effective.

313 Mr. Blitcher clarified that there should be coordination with the construction; he
314 suggested that the District contact the builders of these types of issues.

315 Discussion ensued regarding notifying contractors of the issue. Mr. Adams suggested
316 that contractors are to keep debris on site and that the county might be the best party to enforce
317 the erosion control issue.

318 Mr. Brougham indicated that the District will solve this problem by taking the matter to
319 the county or whoever, as well as coordinating with the street sweepers to stop trying to clean the
320 debris up. He stated that Ms. Crismond will address this matter with the pressure cleaning
321 contractor, as well. Mr. Brougham directed Mr. Adams to take pictures of the area and notify the
322 county.

323 Mr. Blitcher felt that the pressure washer is forced to do their job piecemeal due to the
324 construction in the area; the pressure washer could do their job if the builders cleaned the sand
325 up.

326 Mr. Blitcher noted dangerous conditions on some sidewalks, which he relayed to the
327 builder.

328 Mr. Brougham pointed out to Mr. Blitcher that, while alerting the Board to these issues is
329 helpful, he should bring them to the Board first and not contact the developer, builder,
330 contractor, etc.

331 Mr. Blitcher discussed inspection of the CDD sidewalks and roads and noted cracks in a
332 sidewalk. Mr. DiNardo strenuously debated the accuracy of Mr. Blitcher's observations and
333 whether a builder caused the sidewalk breakage. Mr. DiNardo stated that the builders are under
334 contract to fix all the sidewalks, when they are finished. Mr. Blitcher stressed that he is only
335 trying to help the District. Mr. Brougham emphasized that he is trying to talk; he runs the
336 meetings and is trying to help. Mr. Brougham asked Mr. Blitcher if he is able to provide
337 addresses where home construction is complete, the builder is gone and the sidewalks are still
338 cracked. Mr. Blitcher replied affirmatively. Mr. Brougham advised that, once the information is
339 provided, the sidewalks will be fixed. Mr. DiNardo stated "Only with the present builders; if
340 that sidewalk was built or was destroyed....". Mr. Brougham indicated that they will not know
341 until the addresses are provided.

342 Mr. Blitcher discussed the lake behind Mahogany Bend and noted that it is an irrigation
343 lake for The Rookery; the lake is not owned by the CDD. Mr. Blitcher asked if there is a
344 solution to the problem, as The Rookery has done nothing, despite the residents' requests. Mr.
345 DiNardo contended that the residents should pursue The Rookery, spend their own money to
346 clean the lake, if it bothers them, or petition the Marriott, who owns The Rookery.

347 Mr. Curland recalled that the contractor put up a deposit, which was to be held until such
348 time as any damages incurred by the contractor were repaired. Mr. Brougham confirmed that
349 Mr. Curland's recollection was correct. Mr. Curland believed that throwing dirt into the road
350 would also be included.

351 Mr. Brougham indicated that he asked Mr. Blitcher to provide the addresses with broken
352 sidewalks to Mr. Albeit, who is responsible for the deposit being held by The Foundation, and
353 Mr. Albeit will follow up.

354 Mr. Curland asked about the Holland and Knight invoice that the District received. Mr.
355 Adams advised that Holland and Knight, working on behalf of U.S. Bank, submitted an invoice
356 for their involvement in preparing instruments to have U.S. Bank resign from certain bond
357 series'. Mr. DiNardo advised Mr. Adams to "hold off" on the bill, as the bonds will be
358 restructured and the bondholders will pay the bill.

359 Mr. Pires stated that they will also provide this to Mr. Reyes because this involves
360 reviewing the instrument for removal. Mr. Pires asked Mr. Adams to forward the bill to Mr.
361 Reyes.

362 Mr. Bergmoser asked Ms. Crismond to confirm that the District is not performing any
363 work on lakes or ponds belonging to The Rookery. Ms. Crismond confirmed that the District is
364 not.

365 Mr. Slater observed that a lot of communication occurs between Mr. Brougham and
366 others and pointed out that there are four (4) other Board Members who never see any of the
367 information. Mr. Slater questioned why Management does not disseminate information to the
368 entire Board. Mr. Adams indicated that it can be provided to the all Board Members, going
369 forward. Mr. Pires stressed the need to preface confidential information so that it is now widely
370 spread. Mr. Adams confirmed his understanding of the request and that information will be sent
371 to the entire Board, going forward.

372

373 **ELEVENTH ORDER OF BUSINESS** **Adjournment**

374

375 There being nothing further to discuss, the meeting recessed at approximately 9:18 a.m.,
376 and was continued to Monday, December 16, 2013 at 1:00 p.m., at this location but in a room to
377 be determined, for the purpose of holding a closed door session with Mr. Reyes, Mr. Pires, Mr.
378 Adams, a court reporter and the Board Members, followed by an open session to discuss and/or
379 take action, as necessary, on what occurred during the closed door session.

380

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390

On MOTION by Mr. Peterson and seconded by Mr. Bergmoser, with all in favor, the meeting recessed at 9:18 a.m., and was continued to Monday, December 16, 2013 at 1:00 p.m., at this location but in a room to be determined, for the purpose of holding a closed door session with Mr. Reyes, Mr. Pires, Mr. Adams and the Board Members, followed by an open session to discuss and/or take action, as necessary, on what occurred during the closed door session.

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Secretary/Assistant Secretary

Chair/Vice Chair

398

399 **ACTION ITEMS:**

400

401 1. **ACTION ITEM:** Mr. DiNardo to work with the bondholders' attorney to expedite the
402 trustee transfer for CDD #1.

403

404 2. **ACTION ITEM:** Mr. DiNardo requested that the public hearing for revenue assessment
405 to be scheduled for January.

406

407 3. **ACTION ITEM:** At Mr. Brougham's direction, the deposition of Mr. Harvey Pitts,
408 which he received from CDD #2 Board Member, Mr. Elliot Miller, is to be forwarded to
409 the other Board Members.

410

411 4. **ACTION ITEM:** Regarding the recent herbicide spill, Mr. Pires is to forward his letter
412 to all contractors performing this type of work on the property.

413

414 5. **ACTION ITEM:** Mr. Cole reported that the underground utility locate information for
415 the 951 traffic signal is expected today. Mr. Cole to forward report to David Plumber and
416 Associates to complete the design. Mr. Cole anticipates submitting the design to the
417 DOT for permitting in January.

418

419 6. **ACTION ITEM:** Mr. Cole to follow up to obtain documentation of proper disposal of
420 the herbicide spill material that was collected in drums and picked up.

421

422 7. **ACTION ITEM:** Per Mr. Brougham's request, Management to provide the work reports
423 received from LakeMasters to the Board Members, so that they are aware of complaints
424 and what is done.

425

426 8. **ACTION ITEM:** Ms. Crismond to advise LakeMasters that the District has repeatedly
427 reminded them of the problems in the lakes and wants them to pay special attention to the
428 timing and weather conditions.

429

430 9. **ACTION ITEM:** Mr. Adams to have separate "legal" line item added to unaudited
431 financial statements related to the trust expenses.

432

433 10. **ACTION ITEM:** Per Mr. Brougham's direction, Mr. Adams to advise Staff to "pay
434 attention" to the SunTrust account, as it currently exceeds the FDIC limit.

435

436 11. **ACTION ITEM:** Per Mr. Brougham's direction, Staff to ensure that, next year, the
437 contractor utilized to pressure clean the sidewalks and curbs understands the sequence
438 that the District wants the sidewalks and curbs cleaned, as he believes that work should
439 begin at the main entrance, on Fiddler's Creek Parkway, and Championship Drive, on a
440 secondary basis, and that the contractor should start at one (1) end and proceed the entire
441 width and length of the roadways and sidewalks

442

443 12. **ACTION ITEM:** Per Mr. Brougham's direction, Management to develop and maintain
444 an "Action Items List" for the Board's review at every meeting.

445

- 446 13. **ACTION ITEM:** Per Mr. Brougham's direction, Mr. Cole, Mr. Pires, Ms. Crismond are
447 responsible for providing Mr. Adams with a status update of their items, so Mr. Adams
448 can update the "Action Items" list.
449
- 450 14. **ACTION ITEM:** Per Mr. Brougham's direction, Mr. Adams and Mr. Pires to draft a
451 letter to all contractors working within the District advising them that they are under
452 obligation, under the terms of their contracts, to take direction from Staff members and, if
453 they receive phone calls or on-site visits from residents, they are to be polite but that
454 direction comes from District Staff.
455
- 456 15. **ACTION ITEM:** Per Mr. Brougham's direction, Ms. Crismond to contact the street
457 sweeper and inform him that, when it is obvious that a load of materials on the roadway
458 that he should drive around it and not try to sweep it up, as it causes dust and is not
459 effective.
460
- 461 16. **ACTION ITEM:** Regarding debris in the streets, Mr. Brougham indicated that the
462 District will solve this problem by taking the matter to the county or whoever, as well as
463 coordinating with the street sweepers to stop trying to clean the debris up. He directed
464 Ms. Crismond to address this matter with the pressure cleaning contractor and Mr.
465 Adams to take pictures of the area and notify the county.
466
- 467 17. **ACTION ITEM:** At Mr. Brougham's request, Mr. Blitcher to provide the addresses
468 with broken sidewalks to Mr. Albeit so that Mr. Albeit can follow up.
469
- 470 18. **ACTION ITEM:** Per Mr. DiNardo's instructions, Mr. Adams to "hold off" on paying
471 the bill from Holland and Knight, as the bondholders will pay the bill. Per Mr. Pires'
472 request, Mr. Adams to forward the bill to Mr. Reyes.
473
- 474 19. **ACTION ITEM:** Going forward, Mr. Adams to ensure that information is disseminated
475 to all Board Members, not just Mr. Brougham.

1 **MINUTES OF MEETING**
2 **FIDDLER’S CREEK COMMUNITY DEVELOPMENT DISTRICT #1**

3
4 A Continued Meeting of the Board of Supervisors of the Fiddler’s Creek Community
5 Development District #1 was held on **Monday, December 16, 2013 at 1:00 p.m.**, at the
6 **Fiddler’s Creek Club and Spa, 3470 Club Center Boulevard, Naples, Florida 34114.**

7
8 **Present at the meeting were:**

9
10 Phil Brougham Chair
11 Gerald Bergmoser Vice Chair
12 James Curland Assistant Secretary
13 Richard Peterson Assistant Secretary
14 Robert Slater Assistant Secretary

15
16 **Also present were:**

17
18 Chuck Adams District Manager
19 Tony Pires District Counsel
20 Rick Reyes Special Counsel

21
22
23 **FIRST ORDER OF BUSINESS**

Call to Order/Roll Call

24
25 Mr. Adams called the meeting to order at 1:00 p.m., and noted, for the record, that all
26 Supervisors were present, in person, along with Mr. Adams, Mr. Reyes and Mr. Pires.

27 Mr. Adams advised that the primary purpose for today’s continued meeting is to hold an
28 executive session regarding current litigation.

29 Mr. Brougham indicated that, when the meeting reconvenes, he wants to discuss the
30 current Interlocal Agreement between the District and CDD #2.

31
32 **SECOND ORDER OF BUSINESS**

**Close Continued Meeting and Commence
the Executive Session**

33
34
35 Mr. Adams recessed the Continued Meeting at 1:02 p.m., and noted that those attending
36 the Executive Session are all Board Members, himself, as District Manager, Mr. Pires, as District
37 Counsel and Mr. Reyes, as Special Counsel.

38
39 **THIRD ORDER OF BUSINESS**

Executive Session

41 The Executive Session commenced at 1:02 p.m.

42 The Executive Session closed at approximately 1:46 p.m.

43

44 **FOURTH ORDER OF BUSINESS** **Reopen Continued Meeting**

45

46 The Continued Meeting reconvened at approximately 1:46 p.m.

47 Mr. Adams indicated that all Supervisors were present, in person, along with Staff
48 Members, Mr. Adams, Mr. Reyes and Mr. Pires.

49

50 **FIFTH ORDER OF BUSINESS** **Consideration of Necessary Actions**
51 **Resulting from Executive Session**

52

53 Mr. Brougham asked that the Board authorize him to act on the District's behalf in
54 negotiations and refinement of the pending agreement between U.S. Bank, the bondholders, the
55 District and Wilmington Trust, to replace U.S. Bank, as trustee.

56

57 **On MOTION by Mr. Brougham and seconded by Mr.**
58 **_____ , with all in favor, authorizing Mr. Brougham to**
59 **act on the District's behalf in negotiations and refinement of**
60 **the pending agreement between U.S. Bank, the bondholders,**
61 **the District and Wilmington Trust, to replace U.S. Bank, as**
62 **trustee, was approved.**

63

64

65 **▪ Interlocal Agreement Between CDD #1 and CDD #2**

66 *****This item was an addition to the agenda.*****

67 Mr. Brougham advised that CDD #2 had discussions regarding CDD #1's possible
68 recovery of its construction funds. He stated that CDD #2 directed Staff to amend the Interlocal
69 Agreement related to the traffic signal installation and 50/50 shared costs, on the presumption
70 that CDD #1 will recover its bond construction funds and pay 100% of the costs for the S.R. 951
71 traffic signal.

72 Mr. Brougham advised CDD #1 that the current Agreement calls for a 50/50 split of the
73 costs for both the S.R. 951 and U.S. 41 traffic signals. He informed CDD #2 that CDD #1 does
74 not have its construction bond money and, until such time they do, CDD #1 will not modify the
75 agreement, based on an assumption. Mr. Brougham acknowledged that, if CDD #1 recovers the

76 construction money, it would be prudent for the District to use those funds to fund the S.R. 951
77 traffic signal, which was included in the Engineer’s Report.

78 Mr. Pires and Mr. Adams confirmed that this matter will be on CDD #2’s agenda next
79 month but it will not come before CDD #1 later. Mr. Pires noted that, if the situation becomes
80 adversarial between the Districts, he will be conflicted and must bow out of the matter.

81 Mr. Pires explained that the Districts currently have an agreement in place to provide for
82 the funding, with CDD #1 advancing the cost of construction of the S.R. 951 traffic signal and,
83 within a certain number of days from acceptance of the signal and payment, an invoice will be
84 submitted to CDD #2, and CDD #2 will pay 50% of those costs; the situation is similar for the
85 U.S. 41 traffic signal.

86 Mr. Brougham stressed that, until CDD #2 advances an amendment, the current
87 agreement stands. He pointed out that, nowhere in the agreement does it say that CDD #1 or
88 CDD #2 will fund their respective portions from construction bond funds; the source of the funds
89 is silent in the agreement and all that agreement says is that the Districts will share the costs
90 equally. Mr. Brougham voiced his opinion that, regardless of the situation with its construction
91 bond funds, CDD #1 should only pay 50% of the costs.

92

93 **SIXTH ORDER OF BUSINESS**

Adjournment

94

95 There being nothing additional to discuss, the meeting adjourned.

96

97 **On MOTION by Mr. Brougham and seconded by Mr.**
98 **Bergmoser, with all in favor, the meeting adjourned at 1:53**
99 **p.m.**

100

101

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103

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105

106

107 _____
Secretary/Assistant Secretary

Chair/Vice Chair

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
FINANCIAL STATEMENTS
UNAUDITED
DECEMBER 31, 2013**

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2013**

	General 001	Debt Service Series 2002	Debt Service Series 2005	Debt Service Series 2013 Refunded 1999	Debt Service Series 2013 Refunded 2006	Capital Projects Series 2005	Total Governmental Funds
ASSETS							
Operating accounts							
SunTrust	\$ 2,025,739	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,025,739
Broward Bank of Commerce - MMA	75,120	-	-	-	-	-	75,120
Finemark - MMA	250,164	-	-	-	-	-	250,164
Finemark - ICS	316,827	-	-	-	-	-	316,827
BB& T - Savings	665	-	-	-	-	-	665
Investments							
Revenue	-	-	-	40,334	14,691	-	55,025
Reserve - series A	-	1,885	70	433,450	25,000	-	460,405
Reserve - series B	-	9,409	-	-	-	-	9,409
Prepayment - series A	-	-	-	8,131	4,725	-	12,856
Prepayment - series B	-	39	-	-	-	-	39
Debt service	-	13	-	-	-	-	13
Remedial expenditure	-	10,679	500	-	-	-	11,179
Construction	-	-	-	-	-	4,040	4,040
Due from general fund	-	-	-	574,082	352,144	-	926,226
Due from other funds	406,410	-	-	-	-	-	406,410
Due from Developer	-	-	2,066,816	-	-	-	2,066,816
Due from Fiddler's Creek CDD #2	3,052	-	-	-	-	-	3,052
Unsold certificates receivable	6,899	-	-	-	-	-	6,899
Deposits	5,125	-	-	-	-	-	5,125
Total Assets	<u>\$ 3,090,001</u>	<u>\$ 22,025</u>	<u>\$ 2,067,386</u>	<u>\$ 1,055,997</u>	<u>\$ 396,560</u>	<u>\$ 4,040</u>	<u>\$ 6,636,009</u>
LIABILITIES & FUND BALANCES							
Liabilities:							
Accounts payable	\$ 133,146	\$ -	\$ -	\$ -	\$ -	\$ 11,918	\$ 145,064
Due to other funds							
General fund 001	-	7,500	298,638	-	-	100,272	406,410
Debt service 2013 - refunded 2006	352,144	-	-	-	-	-	352,144
Debt service 2013 - refunded 1999	574,082	-	-	-	-	-	574,082
Due to Fiddler's Creek CDD #2	188	-	-	-	-	-	188
Anchor marine retainage	6,374	-	-	-	-	-	6,374
Deferred revenue	6,899	-	2,066,816	-	-	-	2,073,715
Total liabilities	<u>1,072,833</u>	<u>7,500</u>	<u>2,365,454</u>	<u>-</u>	<u>-</u>	<u>112,190</u>	<u>3,557,977</u>
Fund balances:							
Reserved for:							
Debt service	-	14,525	(298,068)	1,055,997	396,560	-	1,169,014
Capital projects	-	-	-	-	-	(108,150)	(108,150)
Unreserved, undesignated	2,017,168	-	-	-	-	-	2,017,168
Total fund balances	<u>2,017,168</u>	<u>14,525</u>	<u>(298,068)</u>	<u>1,055,997</u>	<u>396,560</u>	<u>(108,150)</u>	<u>3,078,032</u>
Total liabilities and fund balance	<u>\$ 3,090,001</u>	<u>\$ 22,025</u>	<u>\$ 2,067,386</u>	<u>\$ 1,055,997</u>	<u>\$ 396,560</u>	<u>\$ 4,040</u>	<u>\$ 6,636,009</u>

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
GENERAL FUND 001
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	Current Month	Year To Date	Budget	% of Budget
REVENUES				
Assessment levy	\$ 987,330	\$ 1,184,394	\$ 1,831,081	65%
Developer assessment	48,377	145,132	580,527	25%
Interest	239	670	3,500	19%
Miscellaneous	770	2,646	13,000	20%
Total revenues	<u>1,036,716</u>	<u>1,332,842</u>	<u>2,428,108</u>	55%
EXPENDITURES				
Administrative				
Supervisors	-	3,015	12,918	23%
Management	4,848	14,544	58,175	25%
Assessment roll preparation	24,500	24,500	24,500	100%
Accounting services	1,583	4,749	18,997	25%
Audit	-	-	15,100	0%
Legal	11,019	11,019	25,000	44%
Engineering	3,328	3,328	15,000	22%
Telephone	51	154	615	25%
Postage	214	766	2,000	38%
Insurance	-	17,184	16,500	104%
Printing and binding	51	153	615	25%
Legal advertising	-	405	1,000	41%
Office supplies	95	140	750	19%
Annual district filing fee	-	175	175	100%
Trustee	-	-	15,500	0%
Arbitrage rebate calculation	-	-	4,000	0%
Contingencies	90	265	2,000	13%
Dissemination agent	911	2,732	10,928	25%
Total administrative	<u>46,690</u>	<u>83,129</u>	<u>223,773</u>	37%
Field management				
Field management services	2,101	6,305	25,218	25%
Total field management	<u>2,101</u>	<u>6,305</u>	<u>25,218</u>	25%
Water management maintenance				
Other contractual	12,898	25,796	399,738	6%
Fountains	3,645	11,054	47,500	23%
Total water management maintenance	<u>16,543</u>	<u>36,850</u>	<u>447,238</u>	8%
Street lighting				
Contractual services	402	402	10,000	4%
Electricity	2,940	5,840	33,000	18%
Holiday lighting program	-	-	12,000	0%
Miscellaneous	-	-	1,500	0%
Capital outlay - traffic signal	2,090	2,090	-	N/A
Total street lighting	<u>5,432</u>	<u>8,332</u>	<u>56,500</u>	15%

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
GENERAL FUND 001
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	Current Month	Year To Date	Budget	% of Budget
Landscaping				
Other contractual - landscape maintenance	170,818	220,628	845,000	26%
Improvements and renovations	-	6,065	145,000	4%
Contingencies	-	-	35,600	0%
Total landscaping	<u>170,818</u>	<u>226,693</u>	<u>1,025,600</u>	22%
Access control				
Contractual services	898	31,264	314,756	10%
Rentals and leases	-	-	16,413	0%
Fuel	1,107	2,144	10,611	20%
Repairs and maintenance - parts	239	621	4,974	12%
Repairs and maintenance - gatehouse	3,272	11,576	16,579	70%
Insurance	-	6,241	7,194	87%
Operating supplies	1,940	4,794	29,843	16%
Total access control	<u>7,456</u>	<u>56,640</u>	<u>400,370</u>	14%
Roadway				
Contractual services	399	798	5,000	16%
Roadway maintenance	-	-	50,000	0%
Total roadway	<u>399</u>	<u>798</u>	<u>55,000</u>	1%
Irrigation supply				
Electricity	21	43	750	6%
Repairs and maintenance	103	320	1,500	21%
Supply system	10,072	20,274	125,400	16%
Total irrigation supply	<u>10,196</u>	<u>20,637</u>	<u>127,650</u>	16%
Other fees & charges				
Property appraiser	-	30,794	28,611	108%
Tax collector	19,747	23,688	38,148	62%
Total other fees & charges	<u>19,747</u>	<u>54,482</u>	<u>66,759</u>	82%
Total expenditures	<u>279,382</u>	<u>493,866</u>	<u>2,428,108</u>	20%
Excess/(deficiency) of revenues over/(under) expenditures	757,334	838,976	-	
OTHER FINANCING SOURCES/(USES)				
Transfers in	301	301	-	N/A
Total other financing sources/(uses)	<u>301</u>	<u>301</u>	<u>-</u>	N/A
Net change in fund balances	<u>757,635</u>	<u>839,277</u>	<u>-</u>	
Fund balances - beginning	1,259,533	1,177,891	1,086,258	
Fund balances - ending	<u>\$ 2,017,168</u>	<u>\$ 2,017,168</u>	<u>\$ 1,086,258</u>	

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND SERIES 2002
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	<u>Current Month</u>	<u>Year To Date</u>	<u>Budget</u>	<u>% of Budget</u>
REVENUES				
Special assessment: off-roll	\$ -	\$ -	\$ 2,706,639	0%
Total revenues	<u>-</u>	<u>-</u>	<u>2,706,639</u>	0%
EXPENDITURES				
Debt service				
Principal A	-	-	549,690	0%
Principal B	-	-	292,375	0%
Interest A	-	-	1,245,096	0%
Interest B	-	-	619,478	0%
Total debt service	<u>-</u>	<u>-</u>	<u>2,706,639</u>	0%
Excess/(deficiency) of revenues over/(under) expenditures	-	-	-	
Fund balances - beginning	14,525	14,525	22,473	
Fund balances - ending	<u>\$ 14,525</u>	<u>\$ 14,525</u>	<u>\$ 22,473</u>	

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND SERIES 2005
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	<u>Current Month</u>	<u>Year To Date</u>	<u>Budget</u>	<u>% of Budget</u>
REVENUES				
Special assessment: off-roll	\$ -	\$ -	\$ 1,966,404	0%
Total revenues	<u>-</u>	<u>-</u>	<u>1,966,404</u>	0%
EXPENDITURES				
Debt service				
Principal	-	-	538,140	0%
Interest	-	-	1,428,264	0%
Total debt service	<u>-</u>	<u>-</u>	<u>1,966,404</u>	0%
Excess/(deficiency) of revenues over/(under) expenditures	-	-	-	
OTHER FINANCING SOURCES/(USES)				
Transfer out	(301)	(301)	-	N/A
Total other financing sources/(uses)	<u>(301)</u>	<u>(301)</u>	<u>-</u>	N/A
Net change in fund balances	(301)	(301)	-	
Fund balances - beginning	(297,767)	(297,767)	(293,073)	
Fund balances - ending	<u>\$ (298,068)</u>	<u>\$ (298,068)</u>	<u>\$ (293,073)</u>	

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND SERIES 2013 (REFUNDED SERIES 1999)
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	Current Month	Year To Date	Budget	% of Budget
REVENUES				
Assessment levy	\$ 493,309	\$ 591,769	\$ 915,996	65%
Interest	2	8	-	N/A
Total revenues	<u>493,311</u>	<u>591,777</u>	<u>915,996</u>	N/A
EXPENDITURES				
Debt service				
Principal	-	-	640,000	0%
Interest	-	105,634	223,734	47%
Total debt service	<u>-</u>	<u>105,634</u>	<u>863,734</u>	12%
Other fees & charges				
Property appraiser	-	15,404	14,312	108%
Tax collector	9,866	11,835	19,083	62%
Total other fees & charges	<u>9,866</u>	<u>27,239</u>	<u>33,395</u>	82%
Total expenditures	<u>9,866</u>	<u>132,873</u>	<u>897,129</u>	15%
Excess/(deficiency) of revenues over/(under) expenditures	483,445	458,904	18,867	
Net change in fund balances	483,445	458,904	18,867	
Fund balances - beginning	572,552	597,093	554,317	
Fund balances - ending	<u>\$ 1,055,997</u>	<u>\$ 1,055,997</u>	<u>\$ 573,184</u>	

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND SERIES 2013 (REFUNDED SERIES 2006)
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	<u>Current Month</u>	<u>Year To Date</u>	<u>Budget</u>	<u>% of Budget</u>
REVENUES				
Assessment levy	\$ 302,190	\$ 362,505	\$ 562,087	64%
Total revenues	<u>302,190</u>	<u>362,505</u>	<u>562,087</u>	64%
EXPENDITURES				
Debt service				
Principal	-	-	450,000	0%
Interest	-	25,395	69,348	37%
Total debt service	<u>-</u>	<u>25,395</u>	<u>519,348</u>	5%
Other fees & charges				
Property appraiser	-	9,453	8,783	108%
Tax collector	6,044	7,250	11,710	62%
Total other fees & charges	<u>6,044</u>	<u>16,703</u>	<u>20,493</u>	82%
Total expenditures	<u>6,044</u>	<u>42,098</u>	<u>539,841</u>	8%
Excess/(deficiency) of revenues over/(under) expenditures	296,146	320,407	22,246	
Net change in fund balances	296,146	320,407	22,246	
Fund balances - beginning	100,414	76,153	53,029	
Fund balances - ending	<u>\$ 396,560</u>	<u>\$ 396,560</u>	<u>\$ 75,275</u>	

**FIDDLER'S CREEK
COMMUNITY DEVELOPMENT DISTRICT #1
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
CAPITAL PROJECTS FUND SERIES 2005
FOR THE PERIOD ENDED DECEMBER 31, 2013**

	Current Month	Year To Date
REVENUES		
Interest	\$ -	\$ -
Total revenues	-	-
 EXPENDITURES		
Total expenditures	-	-
 Excess/(deficiency) of revenues over/(under) expenditures	-	-
 Net change in fund balances	-	-
Fund balances - beginning	(108,150)	(108,150)
Fund balances - ending	\$ (108,150)	\$ (108,150)