MINUTES OF MEETING BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT

The Governing Board of the Babcock Ranch Community Independent Special District held a Public Hearing and Regular Meeting on January 26, 2023 at 1:00 p.m., in-person at The Hatchery – East Conference Room 42881 Lake Babcock Drive, 2nd Floor, Punta Gorda, Florida 33982 and telephonically at 1-888-354-0094, Passcode: 413 553 5047.

Present were:

Bill Vander May Chair
Bill Moore Vice Chair

Greg Pankow Assistant Secretary Kathy Valentine Assistant Secretary

Also present were:

Craig Wrathell District Manager

Cindy Cerbone Wrathell Hunt and Associates LLP (WHA)
Andrew Kantarzhi Wrathell Hunt and Associates LLP (WHA)

Alyssa Willson District Counsel
David Mercer District Engineer
Erica Woods (via telephone) Kitson & Partners

Adam Ahmad Capital Consulting Solutions & Evaluation

Committee

Luke KenzikField Operations ManagerMike RushtonBrightView Landscape

Jon Meyer Town & Country Utilities (TCU)
Thierry Boveri Raftelis - Utility Consultant for TCU

Katherine Earley Resident
Andy Johnson Resident
Tom Donnelly Resident

FIRST ORDER OF BUSINESS Call to Order

Mr. Wrathell called the meeting to order at 1:03 p.m.

SECOND ORDER OF BUSINESS Roll Call

Supervisors Vander May, Moore, Pankow and Valentine were present. Supervisor Stewart was not present.

Public Comments [any members of the public desiring to speak on a specific agenda item may address the Board]

Resident Katherine Earley inquired about the Supervisor resignation process and asked for clarification of the "effective date" of the utility rate increase referenced in Resolution 2023-08. She thanked the Board and Staff for including the redline information in the Utility Fee Schedule and for responding to her inquiry about the rate increase at the December meeting.

FOURTH ORDER OF BUSINESS

Acceptance of Resignation of Board Member, Butch Stewart

Mr. Wrathell presented and read Mr. Stewart's resignation.

On MOTION by Mr. Moore and seconded by Mr. Pankow, with all in favor, the resignation of Mr. Butch Stewart, effective January 26, 2023, was accepted.

A. Consider Appointment to Fill Unexpired Term of Vacant Seat 4 (*Term Expires November*, 2024)

Mr. Vander May nominated Ms. Laura Keller to fill Seat 4. No other nominations were made.

On MOTION by Mr. Pankow and seconded by Ms. Valentine, with all in favor, the appointment of Ms. Laura Keller to fill Seat 4, was approved.

B. Administration of Oath of Office to Newly Appointed Board Member

Mr. Wrathell, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Ms. Laura Keller. He provided and discussed the contents of the new Supervisor packet, including the all forms and filing requirements, Sunshine Law violations, public records requests and voting conflicts.

Ms. Keller was urged to contact District Staff if she had any questions or concerns.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2023-05, Designating Certain Officers of the District, and Providing for an Effective Date Mr. Wrathell presented Resolution 2023-05. Mr. Vander May nominated the following:

Chair Bill Vander May

Vice Chair Bill Moore

Secretary Craig Wrathell

Assistant Secretary Kathy Valentine

Assistant Secretary Laura Keller

Assistant Secretary Greg Pankow

Assistant Secretary Cindy Cerbone

No other nominations were made. Prior appointments by the Board for Treasurer and Assistant Treasurer remain unaffected by this Resolution.

On MOTION by Mr. Pankow and seconded by Ms. Valentine, with all in favor, Resolution 2023-05, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS

Public Hearing to Hear Public Comment and Objections to the Adoption of a Rule Setting Fees and Charges Related to the District's Water Utility Policies, Pursuant to Chapter 2007-306, Laws of Florida, as Amended and Section 120.54, Florida Statutes

- A. Affidavits/Proofs of Publication
- B. Consideration of Resolution 2023-08, Amending the Rates Tariff for the Babcock Ranch
 Water Utilities; Providing for Severability and an Effective Date

Referencing a TCU PowerPoint presentation, Mr. Vander May stated he worked with TCU and the team to analyze the cost impact that has affected the water utility in the last few years. Historically, the District had annual increases of 3% in some instances, less than 3% at other times and, in some years, no rate adjustments. Given the current inflationary pressures, he coordinated with TCU and Raftelis to produce a market comparison study of TCU's rates compared to utility rates at similar types of facilities performing similar types of services. He discussed the reasons for the utility rate increase, including a 10.1% mid-year adjustment of employee hourly rates, the tight labor market, a 3% adjustment of the connection charges, an 18% total adjustment in staff compensation to remain competitive, supply issues in the water industry, increases in chemicals costs and cost recovery. Consequently, there is an 8.5%

increase for the Babcock customers, on a pure user basis, which averages out to \$9.50 per month on an average bill. Mr. Vander May concluded that, despite the increase, TCU remains competitive and is in the position to help recover some of the Operation and Maintenance (O&M) costs that residents are responsible for paying.

Asked why Mr. Boveri is in attendance, Mr. Vander May stated in case a Board Member has a question about his report, which is very comprehensive.

Mr. Vander May discussed an adjustment of \$45 for the account setup fee, which is comparable, and an adjustment of the public hearing rate from 3% to 5%, which is a material change for the rate schedule that is being proposed.

Ms. Willson stated all District noticing requirements are satisfied. This is a hearing under two provisions of law; one being the legislative special act that requires all the proposed rates to be advertised in the newspaper at least 10 days in advance of the hearing, as well as holding a hearing for the Chapter 120 Rulemaking Authority, which, since this is a District that is in two counties, the Notice of Rulemaking and Notice of Rule Development were published in the Florida Administrative record, online, which is why there are three sets of advertising.

On MOTION by Mr. Moore and seconded by Mr. Pankow, with all in favor, the Public Hearing was opened.

Ms. Early noted that Page 51 of the Raftelis Report lists the effective date of the increase as January 1, 2023.

Ms. Willson stated the verbiage in the Resolution and accompanying documents were recently updated and the rates will technically become effective today, assuming they are approved, but will go into effect on February 1, 2023 for billing purposes.

Ms. Willson reviewed the changes in Footnotes 5 and 6 in Exhibit A and stated that TCU will re-format Exhibit A and review and revise rate notes for consistency with prior adopted version of the rate tariff and update the fees and charges for posting on the website.

On MOTION by Mr. Moore and seconded by Ms. Valentine, with all in favor, the Public Hearing was closed.

Mr. Wrathell presented Resolution 2023-08.

On MOTION by Mr. Pankow and seconded by Mr. Moore, with all in favor, Resolution 2023-08, Amending the Rates Tariff for the Babcock Ranch Water Utilities; Providing for Severability and an Effective Date, with the Resolution and all associated documents in substantial form, and authorizing Staff to reformat Exhibit A for posting on the website, revise notes for consistency with prior Rate Tariff and with February 1, 2023 as the effective date for the new rates, was adopted.

Mr. Vander May thanked Mr. Meyer and Mr. Mercer for their hard work on the expansion of the plant and on behalf of the District.

SEVENTH ORDER OF BUSINESS

Competitive Selection of Proposals for Construction of Babcock Ranch Community Park

- A. Evaluation Committee Summary
- B. Respondents (support documentation available upon request)
 - I. BrightView Landscape Development
 - II. DeAngelis Diamond
 - III. Manhattan Construction Company
 - IV. Wharton-Smith, Inc., Construction Group
- C. Consideration of Resolution 2023-06, Regarding the Award of the Request for Proposal Bid for the Community Park Project; Providing a Severability Clause; and Providing an Effective Date

Ms. Cerbone stated the ISD Board previously approved advertising a Request for Proposals (RFP) for construction of the Babcock Ranch Community Park and the formation of an Evaluation Committee, comprised of Mr. Moore, Mr. Ahmad and Mr. Broderick. The RFP was issued and there were four respondents. The Committee met earlier today to evaluate the responses to the RFP.

Mr. Moore stated the Evaluation Committee's recommendation is to summarily reject all the RFP proposals because they are overbudget so it not in the best interest of the District to proceed with the project as contemplated.

Ms. Willson listed the Board's options as follows:

Accept the Evaluation Committee's recommendation.

- > Evaluate the bids received at this time. If so, ranking sheets are available.
- Figure Give direction to reset the Evaluation Committee, re-advertise the RFP and reschedule another Evaluation Committee meeting in the future.

Mr. Vander May noted that the respondents have invested a significant amount of effort and time preparing their responses. He felt that they should be recognized and voiced his opinion that it is unfair to them and might discourage future contractors from participating in the competitive bid process. Mr. Moore concurred and stated all the respondent bid packages were very thorough. He thinks the Committee will definitely regroup in the near future.

Mr. Vander May supported for the Committee's recommendation until the next steps are worked out.

Ms. Willson suggested a motion affirming the Board's decision to not consider the bids.

On MOTION by Mr. Vander May and seconded by Mr. Pankow, with all in favor, accepting the Evaluation Committee's recommendation to reject all bids, on the basis of them being overbudget and not in the District's best interest, and authorizing Staff to send notices of the Board's decision to all the bidders, was approved.

EIGHTH ORDER OF BUSINESS

Competitive Selection of Qualifications for Design Build Services for Curry Creek Linear Park Project

- A. Evaluation Committee Summary
- B. Respondents (support documentation available upon request)
 - I. BrightView Landscape Development
 - II. DeAngelis Diamond
 - a. Atwell, LLC
 - b. Kimley-Horn
 - III. Manhattan Construction Company
- C. Consideration of Resolution 2023-07, Adopting the Evaluation and Selecting Design-Build Firms' Statements of Qualifications for the Curry Creek Linear Park Project; Providing a Severability Clause; and Providing an Effective Date

Ms. Cerbone recapped that the ISD previously approved advertising a Request for Qualifications (RFQ) for Design Build Services for the Curry Creek Linear Park Project and the

formation of an Evaluation Committee, comprised of Mr. Moore, Mr. Ahmad and Mr. Mercer.

The RFQ was issued and there were three respondents. The Committee met earlier today.

Mr. Moore stated, similarly, all the RFQ responses were exhaustive and well done but it is the Evaluation Committee's recommendation to summarily reject all of RFQ responses at this time for a number of reasons but mainly because the scope is significantly more expensive than the District is prepared for and it is not in the best interest of the District to proceed.

Ms. Willson stated the Board can conclude that the Curry Creek project is not in the best interest of the District and reject all RFQ responses received. The RFQ included language such that the District is entitled to do so. Staff fulfilled the District's mandatory obligation to reserve the ability to take this action today. She reiterated the Board's three options.

Mr. Vander May motioned to accept the Evaluation Committee's recommendation to reject all bids and authorize Staff to inform the Respondents.

On MOTION by Mr. Vander May and seconded by Ms. Valentine, with all in favor, accepting the Evaluation Committee's recommendation to reject all RFQ responses, on the basis of the project scope and estimated cost and not being in the District's best interest and authorizing Staff to send notices of the Board's decision to all the respondents, was approved.

In response to Mr. Vander May's question, Mr. Moore confirmed that the Committee will regroup and reconsider the project and this does not mean that nothing will be done.

NINTH ORDER OF BUSINESS

Consideration of Response(s) to RFP For Disaster Debris Monitoring and Reimbursement Services

A. Respondent: Rostan Solutions, LLC

Ms. Cerbone stated the RFP was publicly noticed. There was only one respondent and the response was received one day after the deadline.

Ms. Willson stated that, given there are no other respondents to the RFP, no one had a competitive advantage due to the late response; therefore, this can be deemed as a minor variation and the Board can still proceed with evaluating the response.

On MOTION by Mr. Vander May and seconded by Mr. Pankow, with all in favor, accepting the deviation of delivery after the RFP response deadline by Rostan Solutions, LLC, was approved.

Mr. Vander May stated there is still a significant amount of debris along Curry Canal and the trail system, which is also the conservation area. The District Engineer will be producing a report on the proposed work in the canal area as well as all other lake banks within the District.

Ms. Cerbone presented the ranking criteria and recommended giving Rostan a score of 100 points for being most responsive.

On MOTION by Mr. Vander May and seconded by Ms. Keller, with all in favor, accepting District Management's scoring recommendation of awarding Rostan Solutions, LLC, 100 out of 100 points and ranking them the #1 ranked respondent to the RFP, was approved.

B. Consideration of Resolution 2023-13, Regarding the Award of a Debris Monitoring and Reimbursement Services Contract; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2023-13.

Ms. Willson will include an additional clarification in the contract specifying that Rostan should provide services only upon written authorization from the District.

On MOTION by Mr. Moore and seconded by Mr. Pankow, with all in favor, Resolution 2023-13, Regarding the Award of a Debris Monitoring and Reimbursement Services Contract, as amended, to Rostan Solutions, LLC; Providing a Severability Clause; and Providing an Effective Date, was adopted, and authorizing District Counsel to amend the contract/agreement as described and authorizing the Chair and Vice Chair to execute and issue any authorizations, was approved.

TENTH ORDER OF BUSINESS

Update: RFP for Disaster Debris Removal and Disposal Services [Zero Responses Received]

Consideration of Resolution 2023-14, Ratifying, Confirming, and Approving Electing to
 Dispense with Further Competitive Solicitation for Disaster Debris Removal and

Disposal Services; Ratifying, Confirming, and Approving the Actions of the Chairman and All District Staff to Engage in Direct Negotiations with One or More Vendors; and Providing for Severability and an Effective Date

Mr. Wrathell presented Resolution 2023-14.

On MOTION by Mr. Moore and seconded by Ms. Keller, with all in favor, Resolution 2023-14, Ratifying, Confirming, and Approving Electing to Dispense with Further Competitive Solicitation for Disaster Debris Removal and Disposal Services; Ratifying, Confirming, and Approving the Actions of the Chairman and All District Staff to Engage in Direct Negotiations with One or More Vendors; and Providing for Severability and an Effective Date, was adopted, and authorizing District Counsel to prepare a form of agreement and authorizing the Chair and Vice Chair to execute, was approved.

ELEVENTH ORDER OF BUSINESS

Consideration of Amended Design & Specification Manual; Setting a Public Hearing for Same

A. Resolution 2023-09, To Designate the Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Amended and Supplemented Design and Specification Manual; and Providing an Effective Date Mr. Wrathell presented Resolution 2023-09.

On MOTION by Mr. Pankow and seconded by Mr. Moore, with all in favor, 2023-09, To Designate February 23, 2023 at 1:00 p.m., at The Hatchery – East Conference Room 42881 Lake Babcock Drive, 2nd Floor, Punta Gorda, Florida 33982 as the Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Amended and Supplemented Design and Specification Manual; and Providing an Effective Date, authorizing Staff to advertise a notice of rule development and rulemaking for the Amended and Supplemented Design and Specification Manual, was adopted.

TWELFTH ORDER OF BUSINESS

Consideration of AllDigital Technology Proposal #39806, Babcock Shelter Annual BDA Inspection

Mr. Mercer presented AllDigital Technology Proposal #39806.

On MOTION by Mr. Vander May and seconded by Mr. Pankow, with all in favor, AllDigital Technology Proposal #39806 for the Babcock Shelter Annual BDA Inspection, in the amount of \$1,712, was approved.

THIRTEENTH ORDER OF BUSINESS

Consideration of First Amendment to Storage License and Indemnity Agreement

Ms. Willson presented the First Amendment to the Storage License and Indemnity Agreement between Ecologic, TCU and BrightView Landscaping.

On MOTION by Mr. Moore and seconded by Mr. Pankow, with all in favor, the First Amendment to the Storage License and Indemnity Agreement, authorizing Staff to re-execute a Joinder of Consent for the First Amendment and authorizing this execution and any future executions for minor changes to the payment terms, was approved.

FOURTEENTH ORDER OF BUSINESS

Update: Memorandum Regarding Retention Requirements for Transitory Messages and Electronic Records

A. Consideration of Resolution 2023-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; Determining the Electronic Record to Be the Official Record; and Providing for Severability and an Effective Date

Ms. Willson presented Resolution 2023-10.

On MOTION by Mr. Vander May and seconded by Ms. Valentine, with all in favor, Resolution 2023-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; Determining the Electronic Record to Be the Official Record; and Providing for Severability and an Effective Date, was adopted.

FIFTEENTH ORDER OF BUSINESS

Consideration of Hurricane Clean-up Funding Agreement

Ms. Willson presented the Hurricane Clean-up Funding Agreement, which documents that the Developer is providing all up-front costs associated with hurricane clean-up and retains the Developer's right to future reimbursement from the District.

On MOTION by Mr. Vander May and seconded by Mr. Moore, with all in favor, the Hurricane Clean-up Funding Agreement, in substantial form, was approved.

SIXTEENTH ORDER OF BUSINESS

Consideration of Amended and Restated Personnel Leasing Agreement

Ms. Willson presented the Amended and Restated Personnel Leasing Agreement.

On MOTION by Mr. Vander May and seconded by Mr. Moore, with all in favor, the Amended and Restated Personnel Leasing Agreement, was approved.

SEVENTEENTH ORDER OF BUSINESS

Consideration of Kimley-Horn and Associates Work Authorizations

Mr. Vander May presented the following:

A. Authorization #5, GIS Database Services

On MOTION by Mr. Moore and seconded by Mr. Pankow, with all in favor, Kimley-Horn Work Authorization #5 for GIS Database Services, was approved.

B. Authorization # _____, Post Ian Inspection Services

Ms. Willson pointed out that the subject matter should be changed from "Post Ian Inspection Services" to Lake Bank Erosion Repairs" because the invoices will be submitted to the Federal Emergency Management Agency (FEMA).

On MOTION by Mr. Pankow and seconded by Ms. Valentine, with all in favor, the Kimley-Horn Work Authorization for Lake Bank Erosion Repairs, in substantial form, was approved.

Ms. Willson noted that Staff will include GIS services to the cost-share agreement and District Management has been contacting and alerting the various parties involved that these

additional services will be included in order to split the costs pro-rata, in accordance with the cost-share agreement.

EIGHTEENTH ORDER OF BUSINESS

Consideration of Resolution 2023-11, Adopting an Amended Policy Governing Construction of Docks in Certain District Lakes and Providing for Severability and Effective Date

Ms. Willson presented Resolution 2023-11, which updates the District's Dock Installation Policy and authorizes Staff to approve easement requests.

On MOTION by Mr. Vander May and seconded by Mr. Pankow, with all in favor, Resolution 2023-11, Adopting an Amended Policy Governing Construction of Docks in Certain District Lakes and Providing for Severability and Effective Date, was adopted.

NINETEENTH ORDER OF BUSINESS

Consideration of AIS Financial, LLC Street Lighting Service Contract [Spine Road DD (18-19)]

Mr. Wrathell presented the AIS Financial, LLC Street Lighting Service Contract to add 20 additional streetlights.

On MOTION by Mr. Vander May and seconded by Ms. Keller, with all in favor, the AIS Financial, LLC Street Lighting Service Contract for Spine Road DD (18-19), was approved.

TWENTIETH ORDER OF BUSINESS

Ratification of Alternate Assurance [Plat Submittal – The Flatwoods at Babcock Ranch]

Mr. Wrathell presented the Alternate Assurance related to Plat Submittal for The Flatwoods at Babcock Ranch, that was previously executed by Mr. Moore.

On MOTION by Mr. Vander May and seconded by Ms. Valentine, with all in favor, the Alternate Assurance related to Plat Submittal for The Flatwoods at Babcock Ranch, was ratified.

DRAFT

January 26, 2023

TWENTY-FIRST ORDER OF BUSINESS

Consideration of Resolution 2023-12, Relating to the Amendment of the Budgets for the Fiscal Year Beginning October 1, 2021, and Ending September 30, 2022, and Providing for An Effective Date

Mr. Wrathell presented Resolution 2023-12. This action is necessary to avoid a finding in the District's annual audit.

On MOTION by Mr. Moore and seconded by Mr. Vander May, with all in favor, Resolution 2023-12, Relating to the Amendment of the Budgets for the Fiscal Year Beginning October 1, 2021, and Ending September 30, 2022, and Providing for An Effective Date, was adopted.

TWENTY-SECOND ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of December 31, 2022

Mr. Wrathell presented the Unaudited Financial Statements as of December 31, 2022.

Mr. Vander May noted that the "Electric" and "Gas" line item amounts, under the Fieldhouse budget, were mistakenly inverted. Mr. Kantarzhi will check those line items and make the adjustment, as follows:

Change "Gas" to \$7,500 and "Electric" to \$75,000

On MOTION by Mr. Vander May and seconded by Ms. Keller, with all in favor, the Unaudited Financial Statements as of December 31, 2022, were accepted.

TWENTY-THIRD ORDER OF BUSINESS

Approval of December 15, 2022 Regular Meeting Minutes

Mr. Wrathell presented the December 15, 2022 Regular Meeting Minutes.

On MOTION by Mr. Vander May and seconded by Ms. Valentine, with all in favor, the December 15, 2022 Regular Meeting Minutes, as presented, were approved.

TWENTY-FOURTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: Kutak Rock LLP

Update: Cell on Wheels Item

Ms. Willson reported the following:

- Regarding the Cell on Wheels Agreement, the cell towers will be installed on District property but the Developer, BPH, will be exercising its reserved rights to directly negotiate with the cell tower providers for the temporary Cell on Wheels. A land swap request from the Developer is anticipated so that the final cell towers will be on the Developer's property via a contract with the Developer. Staff received notification of the Grantor's use of its reserve rights for this purpose.
- Recently, there have been a few situations in northeast Florida where self-appointed government auditors have been requesting to attend public meetings in District-owned Clubhouses. In Babcock's case, protocols should be put in place to ensure immediate public access to the meeting room.

B. District Engineer: *Kimley-Horn & Associates*

There was no report.

C. Field Operations Manager: CCMC

Mr. Kenzik reported the following:

- A new Operations Manager was recently hired and will be assisting with operations and maintenance of the District.
- Grass cutbacks commenced and fresh mulch was applied in all ISD areas.
- Tree trimming proposals will be presented at a future meeting.
- Paver installation in the roundabouts and the school roundabout commenced and will take a few weeks to complete.

D. Construction Manager: *John Broderick*

There was no report.

E. District Manager: Wrathell, Hunt and Associates, LLC

Ms. Cerbone reported the following:

- Staff has yet to file anything with Charlotte County for usage or damage to the Fieldhouse as an emergency shelter and has not filed with Statewide Mutual Aid.
- Staff reviewed both agreements and concluded that expenses and damages incurred can be filed under either the executed Statewide Mutual Aid Agreement or the unexecuted Charlotte County Agreement. Staff will follow up with the Chair before submitting a claim.

BABCOCK RANCH CISD DRAFT January 26, 2023

Ms. Willson stated the reason the Charlotte County Agreement is unexecuted is because of the impromptu request to use the Fieldhouse as an emergency shelter.

Hurricane season starts June 1st and there is nothing in writing from any of the surrounding Counties who might need to use the facility as a shelter.

Asked if the electrical turnover at the Fieldhouse is completed, Mr. Moore stated the turnover is almost completed. He anticipated that the Certificate of Occupancy (CO) will be issued shortly and noted that there was a shortage of Inspectors in Charlotte County.

- NEXT MEETING DATE: February 23, 2023 at 1:00 P.M.
 - QUORUM CHECK

The next meeting will be held on February 23, 2023.

TWENTY-FIFTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

TWENTY-SIXTH ORDER OF BUSINESS

Public Comments

Ms. Earley reported that she arrived one hour early to the December meeting and noted an access issue which was ultimately resolved. She asked if there is a plan to make a redline version of the Design Inspection Manual available to residents before the public hearing.

TWENTY-SEVENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Moore and seconded by Mr. Pankow, with all in favor, the meeting adjourned at 3:00 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

Secretary/Assistant Secretary

Chair/Vice Chair