

TIFA

APRIL 30, 2019

AGENDA

TIFA LLC MEETING AGENDA
April 30, 2019
11:30 a.m.
MEETING LOCATION
CITY OF TITUSVILLE
WATER RESOURCES
2836 GARDEN STREET – TITUSVILLE, FLORIDA

Roll Call

Action Items

- I. Approval of the Minutes of the TIFA LLC Meeting of March 28, 2019
(Presenter: James Perry)

Financial Items and Reports

- II. Ratification of Expenses Paid from Operating Account and Request for Reimbursement (Presenter: James Perry)
- III. Presentation of First Quarter Financial Statements (Presenter: Pat Gagliardi)
- IV. Consideration of Capital Distribution Notice (Presenter: Pat Gagliardi)

Staff Reports / Informational Items

- V. Well WR-8 Restoration Status (Presenter: Sean Stauffer)

Other Business

Public Comment

Next Scheduled Meeting

Open Items

Adjournment

FIRST ORDER OF BUSINESS

Date: April 30, 2019

To: TIFA LLC Management Committee

From: Sarah Sweeting, GMS, LLC

Subject: Approval of Minutes – March 28, 2019 TIFA LLC Meeting

Summary Explanation & Background: The draft minutes of the March 28, 2019 TIFA LLC meeting were previously circulated for review. The minutes of the TIFA LLC meeting are presented for review and approval. Since the draft minutes were circulated, on April 8, 2019, the City of Titusville and Farnton Water Resources / Miami Corporation indicated they had no comments. No other comments have been received.

Source of Funds: This action requires no funds.

Minutes of TIFA LLC Meeting
March 28, 2019
11:02 a.m.
City of Titusville Water Resources
Mourning Dove Water Plant
2836 Garden Street
Titusville, Florida 32796

Persons in Attendance

Mike Brown, Miami Corporation, TIFA Management Committee Member
Jim Ball, City of Titusville, TIFA Management Committee Member
Sean Stauffer, City of Titusville, Water Resources Director
Richard Broome, City of Titusville, City Attorney
Richard Crum, City of Titusville
Andrew Jantzer, City of Titusville, Water Resources Deputy Director
Gene DeMayo, City of Titusville
Pat Gagliardi, Farmton Water Resources (by telephone)
Helen Hutchens, Farmton Water Resources (by telephone)
Daniel Laughlin, GMS LLC

Daniel Laughlin conducted the meeting.

Roll Call

Action Items

I. Approval of the Minutes of the TIFA LLC Meeting of February 28, 2019 (Presenter: James Perry)

Member Brown moved to approve the February 28, 2019 meeting minutes as presented. Member Ball concurred and the motion passed.

Financial Items and Reports

II. Ratification of Expenses Paid from Operating Account and Request for Reimbursement (Presenter: James Perry)

Member Ball moved to ratify the expenses paid from the operating account and request for reimbursement in the amount of \$15,411.54. Member Brown concurred and the motion passed.

Staff Reports/Informational Items

III. Insurance Renewal Update (Presenter: Helen Hutchens))

Ms. Hutchens stated, I wanted to give you an update on our insurance renewal that we are processing for April 1st. The policy for the general liability coverage and associated umbrella coverage that we have for TIFA renewed with a slight increase of 1%. On the property policy we saw a 10% increase on the premium and that is because our incumbent insurer declined to renew, they are exiting the market for that particular kind of insurance on that kind of property. We had to seek out a new insurer and we sent it to market and got responses from only one of the four entities that was approached. There is a very thin market associated with the property we have and we are seeking for future renewals to expand that coverage group and I will be submitting a more robust description of operations to our insurance marketers so they can approach other markets with our insurance needs and see if there are additional entities that would quote for coverage. The property policy does exceed our budget for the year, but we still have room in other line items and we will be able to pay it and the overall budget is still within means it is just a matter of that individual line item will show as over budget. The policy payments will be coming through once the coverage is bound and the renewal is set. The coverages are bound and our insurance is in place so it is a matter of waiting for the invoices to come in.

Member Ball moved to approve the insurance renewal as presented. Member Brown concurred and the motion passed.

IV. Tangible Personal Property Returns (Presenter: Helen Hutchens)

Ms. Hutchens stated the tangible personal property returns were completed earlier this month and Mike Brown hand delivered to Brevard. Those dollar amounts on those returns did not change and we completed the returns consistent with the prior year and Mike signed them for submission as the tax matters partner. I wanted you to know that our filings are on time.

Member Brown stated, the city does have a copy of these for the record, Anna got those this morning.

V. Well WR-8 Restoration Status (Presenter Sean Stauffer)

Mr. Stauffer stated, as we reported the previous few months we have achieved stability with the salinity levels in WR-8. We have also reduced the monitoring frequency from once a week to once every other week. The latest range for March for the chlorides was a high of 108 and a low of 92 and to remind everybody that is the same range we have been in for the last four to five months. That well seems to have settled down and is operating as expected.

VI. Update on Rail Trail Project (Presenter: Andy Jantzer)

Mr. Jantzer stated, today they are doing final restoration on the shoulders, which is the very last step and then we will be offsite and that will be closed out. Today is the milestone day where all construction activity related to building the trail and accommodating the raw water utility is now complete. There is minor activity, but this is the last of it.

Other Business

A discussion of the adequacy of the reserve amount of \$300,000 took place and the members were in agreement that it is a prudent and reasonable number to continue to sustain for the foreseeable future.

Ms. Gagliardi stated, I want to remind the group that with the ratification of the expenses the managers should have a transfer of funds letter to Northern Trust that they should be signing and the amount of \$15,411.54 and that should be faxed to Northern Trust today. We had some trouble last month with getting that transaction to take place and I want to make sure that bank transfer letter is signed by the members and given to staff.

Mr. Stauffer stated, we have original documents inhouse for Jim to sign and these are documents from Northern Trust for the signatories on the accounts. When Jim finishes signing that what do you want us to do with that original document?

Ms. Gagliardi stated, when those original documents are signed, they need to be returned to GMS. GMS is handling updating the signers on the operating account and they will need the originals to forward to Northern Trust.

Public Comment

Next Scheduled Meeting

The next meeting will be held April 30, 2019 at 11:30 a.m.

Open Items

Adjournment

Member Ball moved to adjourn the meeting at 11:22 a.m. Member Brown concurred and the meeting adjourned.

SECOND ORDER OF BUSINESS

**TIFA LLC
INVOICE APPROVAL BY MANAGERS**

WHEREAS, the undersigned are the duly appointed and acting Managers of TIFA LLC, which operates pursuant to that certain Limited Liability Company Operating Agreement of TIFA LLC dated May 24, 2010 ("Operating Agreement"); and,

WHEREAS, at a duly called and noticed public meeting of the Managers as indicated below, the undersigned approved the contract and/or authorized the expenditure as indicated below, and further authorized the managers to execute the Invoice Approval by Managers form reflecting such authorized expenditures in order to process payments.

Previous Authorizations

TIFA Meeting Date	Approved	Total Contract or Expenditure Authorized
04/30/2019	Imprest Account Reimbursement from Depository Account	Sec Attached

NOW, THEREFORE, the Managers of TIFA LLC, based upon the previous TIFA authorizations, approve the following payments:

Invoice Description	Total Amount	Pursuant to Previous TIFA Authorization Date	Invoice Payment
Transfer to imprest account at Northern Trust ending *8866	\$12,537.11	04/30/19	To be Paid by TIFA upon this approval

Except as otherwise set forth herein, defined terms shall have the meaning set forth in the Operating Agreement. This Action may be executed in several counterparts, and all counterparts so executed shall constitute one Approval binding on all parties.

IN WITNESS WHEREOF, the undersigned represent and warrant that each is the duly authorized and appointed agent of TIFA LLC.

Mike Brown, Manager

Jim Ball, Manager

Date: _____, 2019

Date: _____, 2019

TIFA LLC
Check Detail
 March 21 through April 23, 2019

Type	Num	Date	Name	Item	Account	Paid Amount	Original Amount
Bill Pmt -Check	1288	03/29/2019	The City of Titusville		103.00 - Cash- Nort...		-1,996.18
Bill	13-2019	01/29/2019			501.00 - O&M Oper...	-257.26	257.26
Bill	14-2019	02/01/2019			501.00 - O&M Oper...	-399.33	399.33
Bill	19-2019	02/04/2019			501.00 - O&M Oper...	-203.99	203.99
Bill	15-2019	02/06/2019			501.00 - O&M Oper...	-292.78	292.78
Bill	16-2019	02/13/2019			501.00 - O&M Oper...	-328.30	328.30
Bill	17-2019	02/20/2019			501.00 - O&M Oper...	-257.26	257.26
Bill	18-2019	02/28/2019			501.00 - O&M Oper...	-257.26	257.26
TOTAL						-1,996.18	1,996.18
Check	ACH0...	03/29/2019	Cardmember Service		103.00 - Cash- Nort...		-2,321.72
					203.50 - Northen Tr...	-2,321.72	2,321.72
TOTAL						-2,321.72	2,321.72
Bill Pmt -Check	1289	04/16/2019	Florida Power & LI...		103.00 - Cash- Nort...		-5,974.42
Bill	18790...	04/16/2019			511.00 - Utilities	-661.85	661.85
Bill	32610...	04/16/2019			511.00 - Utilities	-670.35	670.35
Bill	47893...	04/16/2019			511.00 - Utilities	-503.52	503.52
Bill	54996...	04/16/2019			511.00 - Utilities	-443.09	443.09
Bill	74008...	04/16/2019			511.00 - Utilities	-534.73	534.73
Bill	76646...	04/16/2019			511.00 - Utilities	-477.12	477.12
Bill	09060...	04/16/2019			511.00 - Utilities	-270.65	270.65
Bill	24689...	04/16/2019			511.00 - Utilities	-280.35	280.35
Bill	40983...	04/16/2019			511.00 - Utilities	-258.42	258.42
Bill	62400...	04/16/2019			511.00 - Utilities	-249.24	249.24
Bill	73681...	04/16/2019			511.00 - Utilities	-273.45	273.45
Bill	83665...	04/16/2019			511.00 - Utilities	-261.26	261.26
Bill	11526...	04/16/2019			511.00 - Utilities	-273.57	273.57
Bill	54213...	04/16/2019			511.00 - Utilities	-294.31	294.31
Bill	75317...	04/16/2019			511.00 - Utilities	-522.51	522.51
TOTAL						-5,974.42	5,974.42
Bill Pmt -Check	1290	04/16/2019	The City of Titusville		103.00 - Cash- Nort...		-1,109.19
Bill	20-2019	04/16/2019			501.00 - O&M Oper...	-257.26	257.26
Bill	21-2019	04/16/2019			501.00 - O&M Oper...	-665.70	665.70
Bill	22-2019	04/16/2019			501.00 - O&M Oper...	-186.23	186.23
TOTAL						-1,109.19	1,109.19

TIFA LLC
Check Detail
 March 21 through April 23, 2019

<u>Type</u>	<u>Num</u>	<u>Date</u>	<u>Name</u>	<u>Item</u>	<u>Account</u>	<u>Paid Amount</u>	<u>Original Amount</u>
Bill Pmt -Check	1291	04/16/2019	The City of Titusville		103.00 - Cash- Nort...		-1,135.60
Bill	23-2019	04/16/2019			501.00 - O&M Oper...	-310.54	310.54
Bill	24-2019	04/16/2019			501.00 - O&M Oper...	-292.78	292.78
Bill	25-2019	04/16/2019			501.00 - O&M Oper...	-257.26	257.26
Bill	26-2019	04/16/2019			501.00 - O&M Oper...	-275.02	275.02
TOTAL						-1,135.60	1,135.60

THIRD ORDER OF BUSINESS

TIFA LLC
Balance Sheet
As of March 31, 2019

	Mar 31, 19
ASSETS	
Current Assets	
Checking/Savings	
102.00 · Cash-Northern Trust Company	528,321.52
103.00 · Cash- Northern Trust Operating	20,682.10
Total Checking/Savings	549,003.62
Accounts Receivable	
104.00 · Accounts Receivable	101,752.98
Total Accounts Receivable	101,752.98
Other Current Assets	
104.10 · Due from Other	1,075.00
Total Other Current Assets	1,075.00
Total Current Assets	651,831.60
Other Assets	
110.00 · Consumptive Use Permit	1,981,386.49
110.50 · CUP Accumulated Amortization	-648,078.48
115.00 · FPL Fee	871,451.54
115.50 · FPL Fee Accumulated Amort.	-147,669.00
120.00 · Easements	333,883.45
125.00 · Mitigation Credit	139,200.00
130.00 · Monitoring Wells	488,188.61
130.50 · A/D Monitoring Wells	-93,306.26
135.00 · Area IV Wellfield Phase 1	1,814,563.28
135.50 · A/D - Wellfield Phase 1	-386,105.42
140.00 · Area IV Wellfield Phase 2	5,069,052.98
140.50 · A/D - Wellfield Phase 2	-573,466.95
150.00 · Wellfield Assets-Inactive	164,932.50
Total Other Assets	9,014,032.74
TOTAL ASSETS	9,665,864.34
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
201.01 · A/P Trade	2,244.79
Total Accounts Payable	2,244.79
Total Current Liabilities	2,244.79
Total Liabilities	2,244.79
Equity	
301.00 · Contributed Capital - City	3,877,405.54
302.00 · Contributed Capital - Farmton	3,877,405.55
303.00 · Member's Equity	1,774,034.71
Net Income	134,773.75
Total Equity	9,663,619.55
TOTAL LIABILITIES & EQUITY	9,665,864.34

TIFA LLC
Profit & Loss Budget vs. Actual
January through March 2019

	<u>Jan - Mar 19</u>	<u>Budget</u>	<u>\$ Over Budget</u>
Income			
401.00 · Water Sales	298,900.02	287,285.52	11,614.50
402.00 · Interest / Dividends	6.60	6.27	0.33
Total Income	<u>298,906.62</u>	<u>287,291.79</u>	<u>11,614.83</u>
Gross Profit	298,906.62	287,291.79	11,614.83
Expense			
501.00 · O&M Operating Agreement	7,070.87	12,199.98	-5,129.11
501.50 · O&M Parts & Labor	7,594.07	8,224.98	-630.91
502.01 · Consulting	0.00	250.02	-250.02
502.02 · Accounting	15,000.00	15,000.00	0.00
502.03 · Legal	0.00	1,250.01	-1,250.01
502.04 · Hydrogeological Services	0.00	1,875.00	-1,875.00
503.00 · Managing Agent Fees	6,500.01	6,499.98	0.03
504.00 · Insurance (P&C / Liability)	15,860.39	16,433.73	-573.34
505.00 · Miscellaneous Expense	119.66	124.98	-5.32
506.00 · Depreciation Wellfield	61,431.69	61,431.75	-0.06
507.00 · CUP Amortization	24,767.34	24,767.25	0.09
507.10 · FPL Amortization	7,262.10	7,261.98	0.12
508.00 · Wetland Monitoring Expense	1,618.26	1,050.00	568.26
511.00 · Utilities	16,908.48	17,525.01	-616.53
513.00 · Other Taxes	0.00	8,125.02	-8,125.02
Total Expense	<u>164,132.87</u>	<u>182,019.69</u>	<u>-17,886.82</u>
Net Income	<u>134,773.75</u>	<u>105,272.10</u>	<u>29,501.65</u>

FOURTH ORDER OF BUSINESS

**TIFA LLC
2836 GARDEN STREET
TITUSVILLE, FLORIDA 32796**

April 30, 2019

Mr. Sean Stauffer
Water Resources Director
City of Titusville
2836 Garden Street
Titusville, Florida 32796

Mr. David Fuechtman
Vice President & Secretary
Farmton Water Resources, LLC
410 N. Michigan Avenue Suite
590
Chicago, Illinois 60611

CAPITAL DISTRIBUTION NOTICE

Pursuant to the TIFA LLC Operating Agreement Section 4.1 Distribution of Distributable Cash, a cash distribution from TIFA LLC is requested today in the amount of \$220,000.00 (\$110,000.00 to the City of Titusville and \$110,000.00 to Farmton Water Resources, LLC). Payment is to be made from the TIFA LLC Northern Trust main checking account within 30 days of receipt of this capital distribution notice.

Sincerely,

TIFA LLC

Michael A. Brown
Manager

Jim Ball
Manager

TIFA LLC
Member Distributions

	<u>3/31/19</u>
Cash Balance	\$ 528,321.52
Expected Cash Needs	
No unbudgeted items	
Maintenance Cash Balance	<u>(300,000.00)</u>
Distributable Cash	<u>\$ 228,321.52</u>
Recommended Distribution	\$ 220,000.00
To City of Titusville	\$ 110,000.00
To Farmton Water Resources LLC	\$ 110,000.00

2019 Distributions

	FWR	City	Total
Budgeted	\$ 420,000	\$ 420,000	\$ 840,000
3/31/19	110,000	110,000	220,000
Total	\$ 110,000	\$ 110,000	\$ 220,000

2018 Distributions

	FWR	City	Total
Budgeted	\$ 420,000	\$ 420,000	\$ 840,000
4/30/18	125,000	125,000	250,000
7/31/18	120,000	120,000	240,000
10/31/18	125,000	125,000	250,000
12/31/18	60,000	60,000	120,000
Total	\$ 430,000	\$ 430,000	\$ 860,000

2017 Distributions

	FWR	City	Total
Budgeted	\$ 550,000	\$ 550,000	\$ 1,100,000
3/31/17	190,000	190,000	380,000
6/30/17	115,000	115,000	230,000
9/30/17	80,000	80,000	160,000
12/31/17	150,000	150,000	300,000
Total	\$ 535,000	\$ 535,000	\$ 1,070,000