

*TIFA*

*DECEMBER 21, 2015*

*AGENDA*

**TIFA LLC MEETING AGENDA**  
**December 21, 2015**  
**11:00 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 November 23, 2015  
(Presenter: Jim Perry)
- II. Consideration of Easement Conveyances

**Financial Items and Reports**

- III. Ratification of Expenses Paid from Operating Account and Request for Reimbursement (Presenter: Jim Perry)
- IV. Approval of Capital Call Notice (Presenter: Pat Gagliardi)

**Staff Reports / Informational Items**

- V. Area IV Phase 2 Update (Presenter: Sean Stauffer)

**Other Business**

**Public Comment**

**Next Scheduled Meeting**

**Open Items**

**Adjournment**

*FIRST ORDER OF BUSINESS*

Date: December 21, 2015

To: TIFA LLC Management Committee

From: Sarah Sweeting, GMS, LLC

Subject: Approval of Minutes – November 23, 2015 TIFA LLC Meeting

**Summary Explanation & Background:** The draft minutes of the December 21, 2015 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 December 4, 2015, the City of Titusville and Farmton Water Resources / Miami Corporation responded there were no additional comments. No other comments have been received.

**Source of Funds:** This action requires no funds.

Minutes of TIFA LLC Meeting  
November 23, 2015  
11:00 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  
Dwight Severs, City of Titusville, TIFA Management Committee Member  
Sean Stauffer, City of Titusville, Water Resources Director  
Richard Broome, City of Titusville, City Attorney  
Andrew Jantzer, City of Titusville, Water Resources Deputy Director  
David Fuechtman, Farmton Water Resources (by telephone)  
Susan Pattock, Farmton Water Resources (by telephone)  
Pat Gagliardi, Farmton Water Resources (by telephone)  
Helen Hutchens, Miami Corporation (by telephone)  
Jim Perry, GMS LLC

Jim Perry conducted the meeting.

**Action Items**

**I. Approval of the Minutes of the TIFA LLC Meeting of October 22, 2015**

Member Brown moved to approve the minutes of the October 22, 2015 meeting, Member Severs concurred and the motion passed.

**II. Consideration of Audit Engagement Letter from Moore, Stephens & Lovelace**

Member Brown moved to approve the engagement letter with Moore, Stephens & Lovelace to perform the fiscal year 2015 audit, Mr. Severs concurred and the motion passed.

**Financial Items and Reports**

**III. Ratification of Expenses Paid from Operating Account and Request for Reimbursement**

Member Severs moved to ratify the expenses paid from the operating account in the amount of \$5,269.61, Member Brown concurred and the motion passed.

#### **IV. Presentation and Approval of FY2016 Budget**

Ms. Hutchings stated, I understand the city has discussed the budget and received questions back from Member Severs and I have discussed the budget with Member Brown and discussed any questions with him. The water rate for 2016 will drop as all the wells will be in service and we will commence member distribution upon completion of construction payments in 2016.

Member Severs stated, I had asked if there should be additional emergency backup generators, etc. for the wellfields and now we are talking about 2.75 million gallons a day, which is a significant portion of the city's water supply if there was a hurricane or natural disaster I understand Mr. Stauffer is satisfied with the three that we have. If we have a week long outage as happened in 2004 we can function without any additional generators.

Mr. Stauffer stated, yes I think the city would be fine. There is a multitude of other sources that we would rely on and there are a number of wells in Area 3, which are considered emergency wells that we can only run under certain circumstances and a natural disaster, a hurricane being one of those.

Member Brown stated, I understand those generators belong to the city they are not TIFA's property because of the fact that we wouldn't run those with a brand new wellfield nearly enough. That would be up to the city and I guess we agreed to charge them at FEMA rates.

Member Severs stated, yes at a certain rate.

Member Severs moved to approve the fiscal year 2016 budget, Member Brown concurred and the motion passed.

#### **Staff Reports/Informational Items**

#### **V. Area IV Phase 2 Update**

Mr. Stauffer stated, the well drilling construction is complete, the contractor has completely demobilized from the site. I received today their final pay application and this is for their release of retainage. We reviewed the spreadsheet and have no issues with it. There are some final releases of liens that need to be received before we approve but that portion of the project is done.

As far as the pipeline and well outfitting WR 5A is about a week ahead of the printed schedule, the outfitting has been completed and late last week we received the DEP permit for operating and we have a startup testing scheduled for December 7<sup>th</sup>.

Construction on the southern portion of the rail trail has begun, construction clearing has begun here in Titusville and as far as the northern portion, which is about from Walkabout Way, which is a golf course located along the rail trail north, which is the major portion as well as the wellfield there is a preconstruction meeting for that December 4<sup>th</sup> and the city will be attending that.

**Other Business**

**Public Comment**

**Next Scheduled Meeting**

The next meeting was scheduled for December 21, 2015 at 11:00 a.m. at the same location.

**Open Items**

**Adjournment**

Member Brown moved to adjourn the meeting at 11:10 a.m. Member Severs concurred and the meeting adjourned.



*THIRD 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**

<b>TIFA Meeting Date</b>	<b>Approved</b>	<b>Total Contract or Expenditure Authorized</b>
12/21/15	Imprest Account Reimbursement from Depository Account	See Attached

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

<b>Invoice Description</b>	<b>Total Amount</b>	<b>Pursuant to Previous TIFA Authorization Date</b>	<b>Invoice Payment</b>
Transfer to imprest account at Northern Trust ending *8866	\$3,261.17	12/21/15	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

\_\_\_\_\_  
Dwight Severs, Manager

Date: \_\_\_\_\_, 2015

Date: \_\_\_\_\_, 2015

11:50 AM

12/14/15

## TIFA LLC Check Detail

November 13 through December 14, 2015

Type	Num	Date	Name	Item	Account	Paid Amount	Original Amount
Bill Pmt -Check	1141	11/17/2015	Florida Power & Li...		103.00 · Cash- Nort...		-40.50
Bill	47893...	11/12/2015			511.00 · Utilities	-40.50	40.50
TOTAL						-40.50	40.50
Bill Pmt -Check	1142	12/08/2015	Marsh USA		103.00 · Cash- Nort...		-846.21
Bill	69584...	11/30/2015			105.00 · Prepaid Ins...	-846.21	846.21
TOTAL						-846.21	846.21
Bill Pmt -Check	1143	12/08/2015	Florida Power & Li...		103.00 · Cash- Nort...		-2,374.46
Bill	18790...	12/01/2015			511.00 · Utilities	-380.40	380.40
Bill	24869...	12/01/2015			511.00 · Utilities	-56.71	56.71
Bill	62400...	12/01/2015			511.00 · Utilities	-28.70	28.70
Bill	73681...	12/01/2015			511.00 · Utilities	-28.49	28.49
Bill	11526...	12/01/2015			511.00 · Utilities	-228.10	228.10
Bill	54213...	12/01/2015			511.00 · Utilities	-243.29	243.29
Bill	75317...	12/01/2015			511.00 · Utilities	-182.52	182.52
Bill	09060...	12/01/2015			511.00 · Utilities	-48.68	48.68
Bill	40983...	12/01/2015			511.00 · Utilities	-48.25	48.25
Bill	83665...	12/01/2015			511.00 · Utilities	-156.51	156.51
Bill	76646...	12/01/2015			511.00 · Utilities	-205.37	205.37
Bill	74008...	12/01/2015			511.00 · Utilities	-132.04	132.04
Bill	54996...	12/01/2015			511.00 · Utilities	-227.65	227.65
Bill	47893...	12/01/2015			511.00 · Utilities	-151.23	151.23
Bill	32610...	12/01/2015			511.00 · Utilities	-256.52	256.52
TOTAL						-2,374.46	2,374.46

*FOURTH ORDER OF BUSINESS*

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

December 21, 2015

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

Ms. Barbra Goering  
Vice President & Secretary  
Farmton Water Resources, LLC  
410 N. Michigan Avenue Suite  
590  
Chicago, Illinois 60611

**CAPITAL CALL NOTICE**

Pursuant to the TIFA LLC Operating Agreement Section 3.2 re: Construction Capital Contributions, a capital call to TIFA LLC is requested today in the amount of \$313,560.16 (\$156,780.08 from the City of Titusville and \$127,493.00 in easements and \$29,287.08 in cash from Farmton Water Resources, LLC). Payment is to be made to the TIFA LLC Northern Trust main checking account within 30 days of receipt of this capital call notice.

Sincerely,

TIFA LLC

Michael A. Brown  
Manager

Dwight W. Severs  
Manager

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TIFA LLC  
Area IV Phase 2 Construction  
Capital Contribution Worksheet

Construction Payments Made						Capital Call Requested (once payments exceed \$150,000)		
Payee	Call Date (Meeting Date)	Invoice #	Total Paid	Check Num	Check Date	City of Titusville	FWR LLC	Total
CPH Engineers, Inc.		82688	\$ 74,703.74	1001	1-Mar-13			
CPH Engineers, Inc.		83086	\$ 74,182.14	1006	10-Apr-13			
CPH Engineers, Inc.		83741	\$ 44,830.55	1008	8-May-13			
<b>TOTAL</b>	12-Jun-13		<b>\$ 193,716.43</b>			<b>\$ 96,858.21</b>	<b>\$ 96,858.22</b>	<b>\$ 193,716.43</b>
CPH Engineers, Inc.		83805	\$ 30,672.57	1011	28-Jun-13			
CPH Engineers, Inc.		83868	\$ 32,859.15	1013	17-Jul-13			
FL Dept of Rev		3/31/13	\$ 339.33	1019	20-Mar-13			
FP&L		----	\$ 7,200.00	1020	25-Sep-13			
Miami Corp.		----	\$ 43,200.00	1015	13-Aug-13			
FL Dept of Rev		6/30/13	\$ 172.71	1035	22-Aug-13			
CPH Engineers, Inc.		84663	\$ 9,220.80	1017	13-Aug-13			
CPH Engineers, Inc.		85078	\$ 8,638.19	1022	9-Oct-13			
CPH Engineers, Inc.		85535	\$ 10,070.38	1024	5-Nov-13			
CPH Engineers, Inc.		85621	\$ 12,742.21	1033	18-Dec-13			
<b>TOTAL</b>	18-Dec-13		<b>\$ 155,115.34</b>			<b>\$ 77,557.67</b>	<b>\$ 77,557.67</b>	<b>\$ 155,115.34</b>
CPH Engineers, Inc.		86285	\$ 5,208.91	1036	14-Jan-14			
Advance Well Drilling		1	\$ 17,089.17	1039	14-Jan-14			
CPH Engineers, Inc.		86350	\$ 4,637.07	1054	10-Feb-14			
CPH Engineers, Inc.		87086	\$ 14,814.20	1042	19-Mar-14			
Advance Well Drilling		2	\$ 11,106.00	1044	19-Mar-14			
CPH Engineers, Inc.		87453	\$ 6,733.81	1047	11-Apr-14			
Advance Well Drilling		3	\$ 40,752.00	1049	24-Apr-14			
Advance Well Drilling		4	\$ 41,364.00	1051	6-May-14			
CPH Engineers, Inc.		87584	\$ 5,607.55	1050	2-May-14			
Advance Well Drilling		5	\$ 63,041.40	1053	11-Jun-14			
CPH Engineers, Inc.		87649	\$ 18,032.03	1054	11-Jun-14			
<b>TOTAL</b>	25-Jun-14		<b>\$ 228,386.14</b>			<b>\$ 114,193.07</b>	<b>\$ 114,193.07</b>	<b>\$ 228,386.14</b>
Advance Well Drilling		6	\$ 116,584.00	1057	21-Jul-14			
CPH Engineers, Inc.		88520	\$ 10,440.64	1058	31-Jul-14			
Advance Well Drilling		7	\$ 68,499.20	1060	15-Aug-14			
CPH Engineers, Inc.		88960	\$ 581.86	1074	15-Jul-14			
FP&L		----	\$ 396,928.00	1076	14-Jan-15			
<b>TOTAL</b>	22-Aug-14		<b>\$ 593,033.70</b>			<b>\$ 296,516.85</b>	<b>\$ 296,516.85</b>	<b>\$ 593,033.70</b>
CPH Engineers, Inc.		88957	\$ 8,701.44	1062	2-Sep-14			
CPH Engineers, Inc.		89000	\$ 8,060.60	1064	16-Sep-14			
Advance Well Drilling		8	\$ 78,571.80	1065	16-Sep-14			
Felix & Associates		1	\$ 54,515.24	1067	22-Oct-14			
Advance Well Drilling		9	\$ 70,362.00	1068	22-Oct-14			
CPH Engineers, Inc.		89610	\$ 12,092.87	1069	31-Oct-14			
Advance Well Drilling		10	\$ 40,137.75	1071	18-Nov-14			
<b>TOTAL</b>	18-Nov-14		<b>\$ 272,441.70</b>			<b>\$ 136,220.85</b>	<b>\$ 136,220.85</b>	<b>\$ 272,441.70</b>
CPH Engineers, Inc.		90077	\$ 14,746.67	1074	12/16/14			
Advance Well Drilling		11	\$ 31,109.22	1075	12/29/14			
CPH Engineers, Inc.		90152	\$ 19,013.94	1077	1/14/15			
Felix & Associates		2	\$ 368,555.70	1078	1/24/15			
CPH Engineers, Inc.		90880	\$ 5,335.33	1081	2/9/15			
Advance Well Drilling		12	\$ 41,312.87	1080	2/4/15			
Easements (FWR) Cash (City)		----	\$ 40,280.00	N/A				
<b>TOTAL</b>	19-Feb-15		<b>\$ 520,353.73</b>			<b>\$ 260,176.87</b>	<b>\$ 260,176.86</b>	<b>\$ 520,353.73</b>
CPH Engineers, Inc.		91485	\$ 25,158.52	1084	2/27/15			
Felix & Associates		3	\$ 556,564.46	1086	3/19/15			
<b>TOTAL</b>	19-Mar-15		<b>\$ 581,722.98</b>			<b>\$ 290,861.49</b>	<b>\$ 290,861.49</b>	<b>\$ 581,722.98</b>
CPH Engineers, Inc.		91572	\$ 15,390.79	1089	3/30/15			
Advance Well Drilling		13	\$ 21,494.03	1088	3/30/15			
CPH Engineers, Inc.		91981	\$ 7,387.92	1091	4/22/15			
CPH Engineers, Inc.		92503	\$ 18,111.48	1094	5/18/15			
Felix & Associates		4	\$ 353,666.94	1092	5/6/15			

(1)

**TIFA LLC**  
**Area IV Phase 2 Construction**  
**Capital Contribution Worksheet**

Construction Payments Made						Capital Call Requested (once payments exceed \$150,000)		
<b>TOTAL</b>	28-May-15		\$ 416,051.16			\$ 208,025.58	\$ 208,025.58	\$ 416,051.16
CPH Engineers, Inc.		92533	\$ 22,574.62	1097	6/2/15			
Felix & Associates		5	\$ 456,007.27	1099	6/24/15			
Advance Well Drilling		14	\$ 17,786.38	1100	6/29/15			
CPH Engineers, Inc.		93072	\$ 8,716.15	1101	7/8/15			
<b>TOTAL</b>	9-Jul-15		\$ 505,084.42			\$252,542.21	\$252,542.21	\$505,084.42
Felix & Associates		6	\$ 405,721.27	1102	7/24/15			
CPH Engineers, Inc.		93568	\$ 10,669.34	1103	7/24/15			
Advance Well Drilling		15	\$ 35,577.50	1104	7/31/15			
Florida Power & Light		1800085016-32	\$ 7,983.45	1093	5/12/15			
<b>TOTAL</b>	13-Aug-15		\$ 459,951.56			\$ 229,975.78	\$ 229,975.78	\$ 459,951.56
Felix & Associates		7	\$ 366,364.23	1106	8/13/15			
CPH Engineers, Inc.		94034	\$ 69,388.28	1107	8/24/15			
CPH Engineers, Inc.		94014	\$ 2,527.48	1127	8/24/15			
<b>TOTAL</b>	18-Sep-15		\$ 438,279.99			\$ 219,139.99	\$ 219,140.00	\$ 438,279.99
Felix & Associates		8	\$ 72,451.89	1110	9/11/15			
CPH Engineers, Inc.		94118	\$ 9,640.88	1113	9/25/15			
Advance Well Drilling		16	\$ 27,141.50	1112	9/23/15			
CPH Engineers, Inc.		94723	\$ 7,760.85	1114	10/9/15			
Felix & Associates		9	\$ 59,273.20	1116	10/13/15			
<b>TOTAL</b>	22-Oct-15		\$ 176,268.32			\$ 88,134.16	\$ 88,134.16	\$ 176,268.32
CPH Engineers, Inc.		94973	\$ 17,341.82	1117	11/5/15			
Felix & Associates		10	\$ 118,111.04	1120	11/23/15			
Advance Well Drilling		17	\$ 38,347.67					
CPH Engineers, Inc.		95334	\$ 12,266.63					
Easements (FWR)		---	\$ 127,493.00					
<b>TOTAL</b>	21-Dec-15		\$ 313,560.16			\$ 156,780.08	\$ 156,780.08	\$ 313,560.16 (2)
<b>TOTAL PHASE 2</b>			<b>\$ 4,853,965.63</b>			<b>\$ 2,426,982.81</b>	<b>\$ 2,426,982.82</b>	<b>\$ 4,853,965.63</b>

Note (1): FWR LLC will contribute \$240,036.86 in cash and \$20,140 in easements.

Note (2): FWR LLC will contribute \$127,493 in easements and \$29,287.08 in cash.