

MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**HERITAGE PLANTATION
COMMUNITY DEVELOPMENT DISTRICT**

A special meeting of the Board of Supervisors of Heritage Plantation Community Development District was held on Thursday, May 14, 2015 at 9:30 a.m. (CDT) at the office of Pelican Real Estate, 5210 South Ferdon Boulevard, Crestview, FL 32536.

Present and constituting a quorum:

Louis Weltman	Board Supervisor, Chairman
William A. Bailey	Board Supervisor, Vice Chairman
Richard Bennett	Board Supervisor, Assistant Secretary
Gary Paulzak	Board Supervisor, Assistant Secretary

Also present were:

Debi Anderson	District Manager, Rizzetta & Company, Inc.
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Audience:

Dale Jones, Jr.	
Adam Lerner	
David Jae	
Glenn Gillyard	
Michael Radford	
Michael Eckert	Hopping Green & Sams, P.A. <i>(via speakerphone, joined meeting in progress)</i>
George Taylor	Trustee Counsel, Burr & Forman, LLP
Jason Osborn	
Nancy Shue	
Joe Young	<i>(via speakerphone)</i>

FIRST ORDER OF BUSINESS

Call to Order

Ms. Anderson called the meeting to order and read roll call.

SECOND ORDER OF BUSINESS

Audience Comments

There were no audience comments.

THIRD ORDER OF BUSINESS

**Consideration of Minutes of the
Supervisors' Meeting held on February
12, 2015**

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board of Supervisors approved the minutes of the Board of Supervisors' meeting held on February 12, 2015, for the Heritage Plantation Community Development District.

FOURTH ORDER OF BUSINESS

**Manager's Financial Report – Cash
Balances, A/C Rec. Balances, and A/C
Pay. Balances**

Cash available as of May 11, 2015 was \$201.92. Outstanding operation and maintenance assessments and accounts payable were reviewed.

FIFTH ORDER OF BUSINESS

**Ratification of the District's Approval of
the Settlement with the Indenture Trustee
in Connection with the Pending Litigation**

Mr. Weltman stated that each Board Supervisor has signed this agreement and has agreed to perform certain obligations in order to obtain releases from the Indenture Trustee and, by and through the Indenture Trustee, the Bondholders.

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board of Supervisors ratified the District's approval of the settlement with the Indenture Trustee in connection with the pending litigation, for the Heritage Plantation Community Development District.

SIXTH ORDER OF BUSINESS

**Approval of Amendment to Assessment
Claims Loans and Execution of Amended
Loan Documents**

Mr. Weltman stated there were modifications to two loans that were made by Assessment Claims to the District, derived from the settlement he made with Mr. Steve Riggs. He stated this document states that Assessment Claims is waving \$24,500 of the \$48,500 obligation and extending the first note which matured April 1, 2015 to October 1, 2015, at which time the total amount will be due. He further stated that other loan documents have been approved prior to this which included collateral in the form of the assessments that have been levied, etc. These would all remain in full force and effect and that there is also money owed the Homeowners Association by the District for payments that have been made in the total of \$7,147.62.

On a Motion by Mr. Bennett, seconded by Mr. Paulsaz, with all in favor, the Board of Supervisors approved the amendment to Assessment Claims Loans and execution of Amended Loan Documents, for the Heritage Plantation Community Development District.

(Michael Eckert joined the meeting in progress at 9:37 a.m.)

SEVENTH ORDER OF BUSINESS

**Consideration of Appointment of
Supervisor (Vacant Seat No. 3)**

Dale Jones was nominated.

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board of Supervisors appointed Dale Jones, Jr. as Board Supervisor (Seat 3), for the Heritage Plantation Community Development District.

The Oath of Office was administered to Mr. Jones by Ms. Anderson, a Notary in the State of Florida. Mr. Jones swore and affirmed to the oath as read.

EIGHTH ORDER OF BUSINESS

**Consideration of Board Supervisor
Resignations – William Bailey (Seat No.
4) and Richard Bennett (Seat No. 5)**

On a Motion by Mr. Jones, seconded by Mr. Paulzak, with all in favor, the Board of Supervisors accepted the resignations of William Bailey and Richard Bennett, for the Heritage Plantation Community Development District.

NINTH ORDER OF BUSINESS

**Consideration of Board Supervisor
Replacement (Seat No. 4)**

David Jae was nominated.

On a Motion by Mr. Jones, seconded by Mr. Paulzak, with all in favor, the Board of Supervisors appointed David Jae as Board Supervisor (Seat 4), for the Heritage Plantation Community Development District.

The Oath of Office was administered to Mr. Jae by Ms. Anderson, a Notary in the State of Florida. Mr. Jae swore and affirmed to the oath as read.

TENTH ORDER OF BUSINESS

**Consideration of Board Supervisor
Replacement (Seat No. 5)**

Adam Lerner was nominated.

On a Motion by Mr. Jones, seconded by Mr. Paulzak, with all in favor, the Board of Supervisors appointed Adam Lerner as Board Supervisor (Seat 5), for the Heritage Plantation Community Development District.

The Oath of Office was administered to Mr. Lerner by Ms. Anderson, a Notary in the State of Florida. Mr. Lerner swore and affirmed to the oath as read.

ELEVENTH ORDER OF BUSINESS

Consideration of Board Supervisor Resignations – Gary Paulzak (Seat No. 1) and Louis Weltman (Seat No. 2)

On a Motion by Mr. Jones, seconded by Mr. Jae, with all in favor, the Board of Supervisors accepted the resignations of Gary Paulzak and Louis Weltman, for the Heritage Plantation Community Development District.

TWELFTH ORDER OF BUSINESS

Consideration of Board Supervisor Replacement (Seat No. 1)

Michael Radford was nominated.

On a Motion by Mr. Jones, seconded by Mr. Jae, with all in favor, the Board of Supervisors appointed Michael Radford as Board Supervisor (Seat 1), for the Heritage Plantation Community Development District.

The Oath of Office was administered to Mr. Radford by Ms. Anderson, a Notary in the State of Florida. Mr. Radford swore and affirmed to the oath as read.

THIRTEENTH ORDER OF BUSINESS

Consideration of Board Supervisor Replacement (Seat No. 2)

Glenn Gillyard was nominated.

On a Motion by Mr. Jones, seconded by Mr. Jae, with all in favor, the Board of Supervisors appointed Glenn Gillyard as Board Supervisor (Seat 2), for the Heritage Plantation Community Development District.

The Oath of Office was administered to Mr. Gillyard by Ms. Anderson, a Notary in the State of Florida. Mr. Gillyard swore and affirmed to the oath as read.

Ms. Anderson briefly discussed the Sunshine Law, maintaining separate emails related to District affairs for public record and stated that Board Supervisors are eligible for compensation. She stated that some forms would need to be filled out and she and District Counsel would discuss this in more detail with the new Supervisors following the meeting.

FOURTEENTH ORDER OF BUSINESS

**Consideration of Resolution 2015-03,
Designating Officers of the District**

On a Motion by Mr. Lerner, seconded by Mr. Radford, with all in favor, the Board of Supervisors approved Resolution 2015-03, appointing Dale Jones Jr. as Chairman, David Jae as Vice Chairman, and Adam Lerner, Michael Radford, Glenn Gillyard and Debra Anderson as Assistant Secretaries, for the Heritage Plantation Community Development District.

FIFTEENTH ORDER OF BUSINESS

**Discussion of Chapter 11 Disclosure
Statement Filed by Stephen Riggs**

Mr. Taylor made some comments on behalf of the Trustee and stated Mr. Osborn, the proponent of the plan, might also wish to comment. Mr. Taylor stated the Trustee has reviewed the plan and does not agree with the provisions of the plan and will not likely vote to approve it in the pending action. He said they understand the District will soon appoint new counsel to represent the District in the bankruptcy matter and stated the Board will likely want to review this with its own counsel to determine the position it will take on the Disclosure Statement. Mr. Osborn stated that with respect to Mr. Taylor's statement regarding voting in favor of the plan, the Trustee does not have any right, ability or authority to vote and is simply an interested party representing the Bondholders, not the District. Mr. Jones stated that the District would review this with Counsel and that there was no action to be taken at this time.

SIXTEENTH ORDER OF BUSINESS

**Consideration of Engagement of New
Counsel to Represent the District in
Chapter 11 Case of Southeastern
Consulting & Development Company,
Inc.**

Ms. Anderson stated that Ron Lewis, current District Counsel is owed approximately \$12,653.00.

On a Motion by Mr. Jones, seconded by Mr. Lerner, with all in favor, the Board of Supervisors moved to terminate current District Counsel, Ron Lewis, Lewis & Thomas, LLP, for the Heritage Plantation Community Development District.

On a Motion by Mr. Jones, seconded by Mr. Jae, with all in favor, the Board of Supervisors voted to engage new District Counsel, Hopping Green & Sams, P.A., for the Heritage Plantation Community Development District.

SEVENTEENTH ORDER OF BUSINESS

Staff Reports

A. District Manager

Ms. Anderson informed the Board that the next regular scheduled meeting had been set for next Thursday, May 21, 2015. She stated that the Fiscal Year 2015/2016 Proposed Budget must be approved prior to June 15, 2015. She stated that she would like a Supervisor designated to work with her on the budget. Mr. Jones volunteered to work with Ms. Anderson regarding the budget. Discussion ensued of moving the meeting place for subsequent meetings. The decision was made to cancel the meeting scheduled for Thursday, May, 21, 2015 and tentatively schedule the next meeting for Friday, June 12, 2015, pending availability of the meeting room at Carr Riggs & Ingram offices in Niceville, Florida.

EIGHTHTEENTH ORDER OF BUSINESS

Audience Comments

There were no audience comments.

NINETEENTH ORDER OF BUSINESS

Supervisor Requests

There were no Supervisor requests.

TWENTIETH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Jones, seconded by Mr. Jae, with all in favor, the Board adjourned the meeting at 10:05 a.m. CDT, for the Heritage Plantation Community Development District.



Secretary/Assistant Secretary



Chairman/Vice Chairman