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

The regular meeting of the Board of Supervisors of Heritage Plantation Community Development District was held on **Thursday**, **August 21**, **2014 at 10:00 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 Richard Bennett Board Supervisor, Assistant Secretary Board Supervisor, Assistant Secretary

Also present were:

Debi Anderson

District Manager, Rizzetta & Company, Inc.

George Taylor

Trustee Counsel, Burr & Forman, LLP

(via speakerphone)

Marc Soloman

Trustee Counsel, Burr & Forman, LLP

(via speakerphone)

Rebecca Daniels

Court Reporter

Mr. & Mrs. Joe Young

Resident's of Heritage Plantation

Nancy Shue

Resident of Heritage Plantation

FIRST ORDER OF BUSINESS

Call to Order

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

SECOND ORDER OF BUSINESS

Audience Comments

A request was made that audience comments be taken throughout the meeting rather than just at the beginning of the meeting. The Board agreed to the request.

THIRD ORDER OF BUSINESS

Consideration of Minutes of the Board of Supervisors' Meeting on July 21, 2014

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board approved the minutes of the Board of Supervisors' Meeting held on July 21, 2014 for the Heritage Plantation Community Development District.

Mr. Weltman clarified the motion and discussion of an item included in the minutes relative to the Motion for Stay Relief. He explained that there may be some legal costs payable to Mr. Lewis at a future date and that Mr. Lewis cannot represent anyone other than the District on this matter.

FOURTH ORDER OF BUSINESS

Consideration of Board Supervisor Replacement

There were no nominations put forward at this time.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2014-04, Designation of Officers of the District

Ms. Anderson stated that the resolution is being presented due to the resignation of Mr. Turner, who formerly served as the Vice Chairman.

On a Motion by Mr. Weltman, seconded by Mr. Bennett, with all in favor, the Board of Supervisors, approved Resolution 2014-04 Designation of Officers of the District, appointing Lou Weltman as Chairman, Bill Bailey as Vice Chairman, and Richard Bennett, Gary Paulzak, and Debra Anderson as Assistant Secretaries for the Heritage Plantation Community Development District.

SIXTH ORDER OF BUSINESS

Public Hearing on Fiscal Year 2014/2015 Final Budget

On a Motion by Mr. Weltman, seconded by Mr. Bennett, with all in favor, the Board of Supervisors opened the public hearing on the Fiscal Year 2014/2015 Final Budget for the Heritage Plantation Community Development District.

Mr. Weltman asked if there were any questions on the budget from Trustee's Counsel. There were none. Ms. Anderson responded to questions regarding the discount showing on the debt service, explaining that since the assessments are not being collected by the tax collector there is no need to account for the collection costs charged by the County.

Resident comments were entertained regarding whether the budgeted services will occur this year, as currently no services are being provided. Mr. Weltman stated that the services will be provided as long as sufficient funding is collected from the property owners. Frustration was expressed regarding the need and ability of the District to continue to assess property owners, when the vast majority of assessments are not being collected and therefore making it impossible for the District to properly maintain the community. A brief discussion ensued regarding plans to send out lien notices in an attempt to collect delinquent fees. There was also a discussion regarding how the fees which have been collected have been used. It was noted that they were used to reimburse the HOA for their payment of legal fees, advertisements, and insurance costs on behalf of the District.

It was further noted that once the delinquent fees are collected, the District may have the ability to either reduce assessments for the next year or establish a reserve account. A brief discussion ensued regarding the reduction in the budget of \$79,500 from what was originally proposed at \$266,175 to \$186,675, which represents the minimum amount needed to properly operate the District and cover the delinquent obligations. Mr. Weltman explained that this is the same amount as what was budgeted last year, but assessments are increasing because there is no reason to expect the release of funds by the bondholders that was planned for last year and ultimately did not occur.

Ms. Anderson stated that the total budget being approved today totals \$186,675; with an administrative total of \$35,575, a field operations total of \$59,100, and an outstanding obligations total of \$92,000. She noted that the debt service total is \$57,893.76.

On a Motion by Mr. Weltman, seconded by Mr. Bailey, with all in favor, the Board of Supervisors closed the public hearing on the Fiscal Year 2014/2015 Final Budget for the Heritage Plantation Community Development District.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2014-05, Approving Annual Appropriations for Fiscal Year 2014/2015

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board of Supervisors approved Resolution 2014-05, Approving Annual Appropriations for Fiscal Year 2014/2015, for the Heritage Plantation Community Development District.

EIGHTH ORDER OF BUSINESS

Public Hearing on Imposition of Special Operation and Maintenance Assessments for Fiscal Year 2014/2015

On a Motion by Mr. Bennett, seconded by Mr. Bailey, with all in favor, the Board of Supervisors opened the public hearing on the Imposition of Special Operation and Maintenance Assessments for Fiscal Year 2014/2015 for the Heritage Plantation Community Development District.

Ms. Anderson read the assessment levels by product type into the record. A brief discussion ensued on the verbiage in the resolution relative to the methodology for levying the assessments. It was noted that the administrative portion of the budget is distributed throughout the entire community; whereas, the maintenance portion is only distributed amongst the platted lots, as there is no benefit to the unplatted lots at this time.

On a Motion by Mr. Weltman, seconded by Mr. Bennett, with all in favor, the Board of Supervisors closed the public hearing on the Imposition of Special Operation and Maintenance Assessments for Fiscal Year 2014/2015 for the Heritage Plantation Community Development District.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2014-06, Approving Levy of Non-Ad Valorem Assessments

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board of Supervisors approved Resolution 2014-06, Approving the Levying of Non-Advalorem Assessments for the Heritage Plantation Community Development District.

TENTH ORDER OF BUSINESS

Consideration of Resolution 2014-07, Setting the Meeting Schedule for Fiscal Year 2014/2015

A brief discussion ensued regarding the current meeting schedule and whether it was necessary to schedule monthly meetings. It was decided to meet on a quarterly basis at the same time and location as the current meetings. Ms. Anderson confirmed that the Board would like to meet on November 20, 2014, February 19, 2015, May 21, 2015, and August 20, 2015 at 10:00 a.m. at the Pelican Real Estate office. It was stated that special meetings could be called if necessary.

On a Motion by Mr. Weltman, seconded by Mr. Bennett, with all in favor, the Board of Supervisors approved Resolution 2014-07, setting the meeting schedule as November 20, 2014, February 19, 2015, May 21, 2015, and August 20, 2015 at 10:00 a.m. at the Pelican Real Estate office, located at 5210 S. Ferdon Boulevard, Crestview, FL 32536 for the Heritage Plantation Community Development District.

ELEVENTH ORDER OF BUSINESS

Update Regarding Seeking Relief from Stay in Connection with the Foreclosure Sale on the 240 Lots Owned by Southeastern Consulting & Development Co., Inc.

Mr. Weltman provided a brief synopsis behind the document included in the agenda book relative to the Motion from Relief of Stay for the foreclosure sale on the 240 lots owned by Southeastern Consulting and Development Co., Inc. ("SCDC"). He noted that the document is for informational purposes only and no Board action is necessary at this time. However, it will be necessary to ratify the actual motion that will be or has been filed on behalf of the District.

TWELFTH ORDER OF BUSINESS

Consideration of Resolution 2014-08 Authorizing the Creation of a Special Purpose Entity ("SPE")

Ms. Anderson presented Resolution 2014-08 and the associated documents. Mr. Weltman reviewed the steps taken by the District to take back the 240 lots and initiate the foreclosure sale. The sale will then generate proceeds that will be used to pay off the bonds. He explained that these documents speak to how the District will proceed based on the trustees recommendations and the options that are available, as well as the advantages of forming an SPE to handle the transactions.

A brief discussion ensued regarding the topic of credit bidding and the fact that following the direction of the Indenture Trustee on all associated matters is what protects the District. Mr. Weltman asked if the attorneys for the Trustee had anything to add on the topic. They did not. Comments were entertained from members of the audience. It was stated that realistically, this is the only option the Board has at this point. Mr. Weltman stated he is committed to working with the Indenture Trustee throughout the entire process.

On a Motion by Mr. Weltman, seconded by Mr. Bennett, with all in favor, the Board of Supervisors approved Resolution 2014-08, Authorizing the Creation of a Special Purpose Entity ("SPE"), for the Heritage Plantation Community Development District.

Discussion was held regarding the various documents included as exhibits to the resolution.

On a Motion by Mr. Weltman, seconded by Mr. Bailey, with all in favor, the Board of Supervisors approved the Tri-Party and Operating Agreements; the Assignment of Judgment; and, Consent to Representation and Waiver of Possible Conflicts of Interest in substantial form and authorized the Chairman to execute and bring the finalized versions back to the Board for ratification for the Heritage Plantation Community Development District.

THIRTEENTH ORDER OF BUSINESS

Update of Foreclosure Matters Related to Lots Owned by Third Parties Other Than Southeastern Consulting & Development Co., Inc.

Mr. Weltman stated that located behind tab nine is a draft of a letter that has been prepared relative to lots owned by third parties other than SCDC. A brief discussion ensued regarding the need to research whether there have been any tax certificates that have been sold for taxes and assessments that were not paid when they were collected on the tax roll. The monies owed for fiscal years 2012/2013 & 2013/2014 have been provided by Rizzetta and Company.

On a Motion by Mr. Weltman, seconded by Mr. Bennett, with all in favor, the Board of Supervisors approved proceeding with initiating foreclosure actions on the third party lots that are not owned by SCDC for the Heritage Plantation Community Development District.

FOURTEENTH ORDER OF BUSINESS

Ratification of Fiscal Year 2012/2013 Financial Audit

Ms. Anderson stated that the fiscal year 2102/2013 audit has been filed as required, noting that the Board had authorized the Chairman to review the audit in order to allow Management to submit it to the appropriate governmental entities. She stated that it was an unqualified audit meaning that the District followed all of the accounting rules and the expected findings relative to the District's financial status were noted.

On a Motion by Mr. Bailey, seconded by Mr. Bennett, with all in favor, the Board of Supervisors ratified the Chairman's acceptance and authorization to file the Fiscal Year 2013/2013 Financial Audit as required, for the Heritage Plantation Community Development District.

FIFTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel
Not present.

B. District Engineer

Not present.

C. District Manager

Ms. Anderson stated that Management will be obtaining two proposals to meet the District's insurance needs and asked that someone be appointed to work with her on the selection process as a decision will need to be made prior to the next meeting. A brief discussion ensued regarding the importance of having directors & officers insurance and what options are available should the current carrier decide to drop the District due to the pending lawsuit.

On a Motion by Mr. Bennett, seconded by Mr. Bailey, with all in favor, the Board of Supervisors appointed Mr. Weltman to work with District Management to review the proposals and select an insurance policy for Fiscal Year 2014/2015, for the Heritage Plantation Community Development District.

SIXTEENTH ORDER OF BUSINESS

Supervisor Requests

A brief discussion ensued regarding prior documents and actions taken by the Trustee relative to the foreclosure of the 240 lots owned by SCDC.

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SEVENTEENTH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Bennett, seconded by Mr. Bailey, with all in favor, the Board adjourned the meeting at 11:43 a.m. CDT for the Heritage Plantation Community Development District.

Secretary/Assistant Secretary

Chairman/Vice Chairman

COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE of suffrisors LOUIS BOARD THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON 9164 WHICH I SERVE IS A UNIT OF SANDERSON COURS COUNTY ☐ OTHER LOCAL AGENCY COUNTY CITY NAME OF POLITICAL SUBDIVISION: PALM BEARH HERITAGE PLANTATION COMM DEV DISMICT DATE ON WHICH VOTE OCCURRED MY POSITION IS ANGUST ELECTIVE ☐ APPOINTIVE

FORM 8B MEMORANDUM OF VOTING CONFLICT FOR

WHO MUST FILE FORM 8B

This form is for use by any person serving at the county, city, or other local level of government on an appointed or elected board, council, commission, authority, or committee. It applies equally to members of advisory and non-advisory bodies who are presented with a voting conflict of interest under Section 112.3143, Florida Statutes.

Your responsibilities under the law when faced with voting on a measure in which you have a conflict of interest will vary greatly depending on whether you hold an elective or appointive position. For this reason, please pay close attention to the instructions on this form before completing the reverse side and filing the form.

INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

A person holding elective or appointive county, municipal, or other local public office MUST ABSTAIN from voting on a measure which inures to his or her special private gain or loss. Each elected or appointed local officer also is prohibited from knowingly voting on a measure which inures to the special gain or loss of a principal (other than a government agency) by whom he or she is retained (including the parent organization or subsidiary of a corporate principal by which he or she is retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. Commissioners of community redevelopment agencies under Sec. 163.356 or 163.357, F.S., and officers of independent special tax districts elected on a one-acre, one-vote basis are not prohibited from voting in that capacity.

For purposes of this law, a "relative" includes only the officer's father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with the officer as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

ELECTED OFFICERS:

In addition to abstaining from voting in the situations described above, you must disclose the conflict:

PRIOR TO THE VOTE BEING TAKEN by publicly stating to the assembly the nature of your interest in the measure on which you are abstaining from voting; and

WITHIN 15 DAYS AFTER THE VOTE OCCURS by completing and filing this form with the person responsible for recording the minutes of the meeting, who should incorporate the form in the minutes.

APPOINTED OFFICERS:

Although you must abstain from voting in the situations described above, you otherwise may participate in these matters. However, you must disclose the nature of the conflict before making any attempt to influence the decision, whether orally or in writing and whether made by you or at your direction.

IF YOU INTEND TO MAKE ANY ATTEMPT TO INFLUENCE THE DECISION PRIOR TO THE MEETING AT WHICH THE VOTE WILL BE TAKEN:

 You must complete and file this form (before making any attempt to influence the decision) with the person responsible for recording the minutes of the meeting, who will incorporate the form in the minutes. (Continued on other side)

APPOINTED OFFICERS (continued)

- · A copy of the form must be provided immediately to the other members of the agency.
- · The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- · You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the
 meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the
 agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF LOCAL OFFICER'S INTEREST	
1. Louis S WETTMAN, hereby disclose that on August 21	, 20 14
(a) A measure came or will come before my agency which (check one)	
inured to my special private gain or loss;	
inured to the special gain or loss of my business associate,	
inured to the special gain or loss of my relative,	
inured to the special gain or loss of whom I am retained; or	, by
	121
inured to the special gain or loss of	, which
is the parent organization or subsidiary of a principal which has retained me.	
(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:	
ALL AGENDA ITEMS THAT CAME TO A VOTE OR WAS	FIDITIN W
Action was paken pulsuant to The PROPERLY	MITCED
MEETING A ACENOP	
8-21-14 Jours Stelett	
Date Filed Signature	

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.