

MINUTES OF MEETING

**ARTISAN LAKES
COMMUNITY DEVELOPMENT DISTRICT**

The Regular Meeting of the Board of Supervisors of Artisan Lakes Community Development District was held on Tuesday, June 2, 2016, at 4:00 p.m. at the Artisan Lakes Clubhouse, located at 4725 Los Robles Court, Palmetto, Florida 34221.

Present and constituting a quorum:

Andrew Miller	Chairman
JD Humphreys	Assistant Secretary
Kenneth Stokes	Assistant Secretary

Absent:

Coby Hinkle	Vice Chairman
Karen Goldstein	Assistant Secretary

Also present were:

James Ward	District Manager
Jere Earlywine	District Counsel, Hopping Green & Sams
Tonja Stewart	District Engineer, Stan Tec
Tony Grau (on the phone)	Grau & Associates

Audience

Dave Truxton	Taylor Morrison
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FIRST ORDER OF BUSINESS

Call to Order

Mr. Ward called the meeting to order and read the roll.

SECOND ORDER OF BUSINESS

**Consideration of the Minutes of the Audit
Committee Meeting held on January 12,
2016**

On Motion by Mr. Humphreys, seconded by Mr. Miller, with all in favor, the Board of Supervisors approved the Audit Committee Meeting Minutes held on April 12, 2016 as presented.

THIRD ORDER OF BUSINESS

Consideration of Acceptance of the Audited Financial Statements for the Fiscal Year ended September 30, 2015.

Tony Grou was available via telephone to answer questions concerning the audited financial statement. Mr. Grou explained and highlighted various parts of the statement.

The final reports were all “clean” as reported by Mr. Grau.

Mr. Ward asked for questions from the Board. Questions were brought forward and discussed to the satisfaction of the Board.

Mr. Truxton commented on page 4 concerning assets that were dedicated to Manatee County and inquired if they were all transferred to the County. This issue was discussed and the utilities were transferred to the County.

On Motion by Mr. Miller, seconded by Mr. Stokes, with all in favor, the Board of Supervisors accepted the Audited Financial Statements for the Fiscal Year ended September 30, 2015.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2016-3 adopting the alternative investment guidelines for investing public funds in excess of the amount needed to meet current operation expenses, in accordance with Section 218.415 (17), Florida Statutes, as amended.

Mr. Ward gave a brief background of this item. No questions were asked.

On Motion by Mr. Humphreys seconded by Mr. Stokes, with all in favor, the Board of Supervisors adopted Resolution 2016-3, in accordance with Section 218.415 (17), Florida Statutes, as amended.

FIFTH ORDER OF BUSINESS

Consideration of 2016-4 re-designating all officers of the District and removing all other individuals previously appointed.

Mr. Ward explained that this resolution would codify what the Board did last time with the addition that it removes any prior offices of the district that were enumerated in prior resolutions.

On Motion by Mr. Stokes seconded by Mr. Miller, with all in favor, the Board of Supervisors approved Resolution 2016-4 re-designating all officers of the District and removing all other individuals previously appointed.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2016-5 re-designating the registered agent and registered office of the Artisan Lakes Community Development District.

Mr. Ward advised the Board for the record he already changed this to himself and his office with the Department of Economic Opportunity for purposes of notification, but this resolution codifies that designation.

On Motion by Mr. Stokes seconded by Mr. Humphreys, with all in favor, the Board of Supervisors approved Resolution 2016-5 re-designating the registered agent and registered office of the Artisan Lakes Community Development District.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2016-6 Approving the Proposed Budget for Fiscal Year 2017, and setting a Public Hearing for Thursday, August 4, 2016, at 3:30 pm at the Artisan Lakes Clubhouse, 4725 Los Robles Court, Palmetto, Florida 34221.

Mr. Ward went through the budget with the Board explaining significant changes. The two major changes were management fees and trustee fees. Mr. Ward included the Reserves designation from last year's budget. Mr. Ward indicated that he will update the numbers in the 2016 column. Speaking on assessments, Mr. Ward commented that in the 2017 Budget, he would propose that Board levy the operating assessment only over the areas within the district that are subject to the 2013 bond assessments. Mr. Ward levied the assessment equally so that everybody pays the same amount irrespective of the lot size, \$98.95 per unit per year, and only those lots covered by the 2013 bonds. Mr. Ward explained that the approval of this resolution does not bind the Board to this budget until after the public hearing.

Mr. Truxton commented that the amount of \$98.95 would not conflict with any disclosures made to residents.

On Motion by Mr. Miller seconded by Mr. Humphreys, with all in favor, the Board of Supervisors approve Resolution 2016-6.

EIGHTH ORDER OF BUSINESS

Consideration of setting Thursday, November 3, 2016, at 3:30 pm at the Artisan Lakes Clubhouse, 4725 Los Robles Court, Palmetto, Florida 34221, as the date, time and location for the

upcoming landowner's election for three seats on the Board of Supervisors.

Mr. Ward explained the seats of Mr. Hinkle, Mr. Humphries and Mr. Stokes are up for election. The statute requires that to be set at least 90 days in advance and for the district to include with the approval of that date, time and location the instructions for the landowners meeting and form of ballot and the form of proxy, which were enclosed in the agenda package.

On motion by Mr. Stokes seconded by Mr. Humphreys, with all in favor, the Board of Supervisors approved the date, time and location for the upcoming landowner's election for three seats on the Board of Supervisors for Thursday, November 3, 2016 at 3:30 pm at the Artisan Lakes Clubhouse.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2016-7 removing the Bank of New York Trust Company, N.A. as trustee of the Series2013 A-1 – A-3 Bonds under the provisions of the Master and Supplemental Indenture(s) dated December 1, 2013 and selecting a replacement trustee.

Mr. Ward explained that the fee structure that is being paid to the Bank of New York is relatively high in the industry. US Bank and Zion Bank were asked to provide a fee structure. There is no requirement to change. Some discussion ensued about the proposals.

On motion by Mr. Miller seconded by Mr. Humphreys, with all in favor, the Board of Supervisors approved Resolution 2016-7 removing New York Trust Company, N.A. as trustee of the Series 2013 A-1 – A-3 and selecting US Bank as a replacement trustee.

TENTH ORDER OF BUSINESS

Staff Reports

- A. District Counsel
There is \$6500 in a construction account. If the project is certified as complete, that money can be released and paid out.

On a motion by Mr. Miller seconded by Mr. Stokes, with all in favor, the Board of Supervisors approved a motion to adopt the certificate of completion and to authorize a requisition payable to Teller, Woodrow Community of Artisan Lakes in the amount of \$6,250.

- B. District Engineer
- 1) Tonya Stewart reported that she had the certificate to certify complete the construction account mentioned above. She also asked if the HOA was maintaining the ponds. Mr. Ward answered that they were doing so for all the grounds.
 - 2) Mr. Truxton reassured the Board that continued maintenance and inspections were taking place. Lawn drainage was discussed and prior issues have been resolved.
- C. District Manager
- 1) There are 137 registered voters in the district. It is significant when two events occur: 1) 250 qualified electors 2) Six years from the date of establishment. The six years requirement has been met, so once there are 250 qualified electors, the Board will begin the transition from a landowner's election to a qualified elector based election. Mr. Ward feels that 2018 will probably be the year that this transition will begin. There is not action required by the Board.
 - 2) The prior month's Interim Financial Statements were provided and discussed.
 - 3) The Board was reminded that their Form 1 Filings are due July 1.

ELEVENTH ORDER OF BUSINESS

**Supervisor's Requests and
Audience Comments**

The next scheduled Board meeting is August 4, 2016.

Each property owner will get an individual mailed notice of what their proposed assessment will be, notification of the date, time and location of the public hearing and what the amount will be. Mr. Ward predicted that people will attend the public hearing. The Board will put into place a cap rate which will eliminate the need to hold a public hearing if the cap rate is not exceeded. The idea is to try to keep the cost down and the residents happy.


TWELFTH ORDER OF BUSINESS

Adjournment

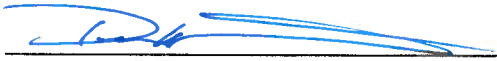
Mr. Ward stated that if there was no further business to come before the Board, a

On Motion by Mr. Humphreys, seconded by Mr. Stokes, with all in favor, the Board of Supervisors adjourned the meeting at 4:45 p.m.

motion to adjourn would be in order.



James P. Ward, Secretary



Andrew Miller, Chairman

**CERTIFICATE OF PROJECT COMPLETION
(2013 PROJECT)**

June 2, 2016

Board of Supervisors
Artisan Lakes Community Development District
c/o Rizzetta & Company, Inc.
3434 Colwell Ave., Suite 200
Tampa, Florida 33614

The Bank of New York Mellon Trust Company, N.A.
10161 Centurion Parkway
Jacksonville, Florida 32256

Re: Artisan Lakes Community Development District
Certificate of Completion for 2013 Project

Ladies and Gentlemen:

This Certificate of Completion for 2013 Project ("**Certificate**") is furnished in accordance with Section 404 of the Master Trust Indenture, as well as the First Supplemental Trust Indenture and Second Supplemental Trust Indenture (all three together, "**Indenture**"), each dated December 1, 2013 and each by and between the Artisan Lakes Community Development District ("**District**") and the Bank of New York Mellon Trust Company, N.A. Stantec Consulting Services, Inc., as "**District Engineer**" for the District, hereby makes the following certifications:

1. The Report of the District Engineer for Artisan Lakes Community Development District, Phase 1 Capital Improvement Program, dated July 23, 2007 as supplemented November 15, 2013 and November 26, 2013 ("**Engineer's Report**") defines the "**2013 Project**" as "those portions of the [District's Capital Improvement Program] for Esplanade funded with the 2013 Bonds," and such definition is incorporated by reference in the Indenture. By virtue of the Bill of Sale dated December 30, 2013 ("**December 2013 Bill of Sale**"), the District acquired certain infrastructure included within the 2013 Project and in excess of the amounts available from the proceeds of the District's Capital Improvement Revenue Bonds, Series 2013A-1, Series 2013A-2, and Series 2013A-3.

2. I have reviewed certain available documentation ("**Documentation**") including, but not limited to, invoices, agreements, plats, plans, conveyance documents, and other documents relating to the December 2013 Bill of Sale and 2013 Project, the Engineer's Report, and information

provided by the project developers within the District. Based on such Documentation and information, it is my professional opinion that the 2013 Project is complete within the meaning of the Indenture.¹

3. The total cost of the 2013 Project is equal to \$6,985,238.50 (not including developer contributions), with approximately \$6,250.00 of that amount remaining in the Series 2013A-3 Acquisition and Construction Subaccount, which remaining amount is due to be paid as an accrued but unpaid Cost² of the 2013 Project (and in connection with the December 2013 Bill of Sale and pursuant to Section 403 of the Second Supplemental Trust Indenture).

4. This Certificate is given without prejudice to any rights against third parties which rights may exist as of the date of this Certificate or which may subsequently come into being.

[SIGNATURE PAGE TO FOLLOW]


¹ Section 101 of the Master Trust Indenture defines "Date of Completion" to occur when the 2013 Project "and all components thereof have been acquired or constructed and are capable of performing the functions for which they were intended."

² Section 101 of the Master Trust Indenture defines "Cost" as the "cost of acquisition and construction thereof and all obligations and expenses relating thereto..."

SIGNATURE PAGE FOR CERTIFICATE OF PROJECT COMPLETION (2013 PROJECT)

Under penalties of perjury, I declare that I have read the foregoing Certificate and that the facts stated in it are true and correct.

STANTEC CONSULTING SERVICES, INC.




Tonja Stewart, P.E.

STATE OF FLORIDA

COUNTY OF MANATEE

The foregoing instrument was sworn and subscribed before me this 2 day of JUNE, 2016, by Tonja Stewart, P.E., of Stantec Consulting Services, Inc., District Engineer, who is personally known to me or who has produced _____ as identification, and who did [] or did not [] take the oath.



Notary Public, State of Florida
Print Name: JAMES P. WARD
Commission No.: Commission # FF 966308
Commission Expires: Expires March 1, 2020
Bonded: Bonded Through Troy Egan Insurance 800-385-7019

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(2013 PROJECT)**

June 2, 2016

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Artisan Lakes Community Development District
c/o Rizzetta & Company, Inc.
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STANTEC CONSULTING SERVICES, INC.

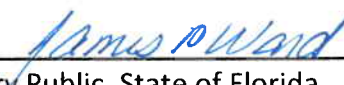


Tonja Stewart, P.E.

STATE OF FLORIDA

COUNTY OF MANATEE

The foregoing instrument was sworn and subscribed before me this 2 day of JUNE, 2016, by Tonja Stewart, P.E., of Stantec Consulting Services, Inc., District Engineer, who is personally known to me or who has produced _____ as identification, and who did [] or did not [] take the oath.



Notary Public, State of Florida
Print Name: JAMES P. WARD
Commission No.: Commission # FF 966306
Expires March 1, 2020
Bonded Through Fain Insurance 800-385-7019