

BOARD OF SUPERVISOR'S

HERITAGE HARBOUR MARKET PLACE COMMUNITY DEVELOPMENT DISTRICT

REGULAR MEETING AGENDA

July 2, 2015

Board of Supervisor's

Terry Kirschner, Chairman
William Riley, Vice Chairman
David Negip schner, Assistant Secretary
Scott Edwards, Assistant Secretary
Matt Morris, Assistant Secretary

James P. Ward
District Manager
2041 N.E. 6th Terrace
Wilton Manors, FL. 333051

Phone: 954-658-4900
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www.heritageharbourmarketplacecdd.org

HERITAGE HARBOUR MARKET PLACE COMMUNITY DEVELOPMENT DISTRICT

June 18, 2015

Board of Supervisors
Heritage Harbour Market Place
Community Development District

Dear Board Members:

The Regular Meeting of the Board of Supervisors of the Heritage Harbour Market Place Community Development District will be held on **Thursday, July 2, 2015 at 2:15 P.M.** at the **River Strand Golf & Country Club (Club House), 7155 Grand Estuary Trail, Bradenton, Florida 34212.**

1. Call to Order & Roll Call
2. Administration of Oath of Office for the newly elected Supervisor's from the Landowner's Meeting held just prior to the Regular Meeting.
 - Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees
 - Membership Obligations and Responsibilities
 - Form 1 – Statement of Financial Interests
3. Consideration of Resolution 2015-3 Canvassing and Certifying the Results of the July 2, 2015 Landowners Election.
4. Consideration of Resolution 2015-4 Re-Designating the Officers of the Heritage Harbour Market Place Community Development District.
5. Consideration of Minutes
 - a) April 2, 2015 Regular Meeting
6. Consideration of Setting **Thursday, November 5, 2015 at 2:15 P.M. at the River Strand Country Club, 7155 Grand Estuary Trail, Bradenton, Florida 34212**, as the date time and location for the Heritage Harbour Market Place Community Development District Landowner's Meeting, along with approving the sample ballot, proxy and instructions.
7. Staff Reports
 - a) Attorney
 - b) Engineer
 - c) Manager



James P. Ward
District Manager

2041 NORTHEAST 6TH TERRACE
WILTON MANORS, FL. 33305

PHONE (954) 658-4900

E-MAIL ward9490@comcast.net

8. Supervisor's Requests and Audience Comments

9. Adjournment

The second item is general in nature, and the new members elected at the Landowner's Election held just prior to the Regular Meeting of the Board of Supervisor's will subscribe to an Oath of Office.

The third item is Consideration of Resolution 2015-3 which canvasses and certifies the results of the November 3, 2011 Landowners Election.

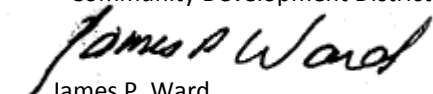
The fourth order of business is Consideration of Resolution 2015-4 which re-designates the officer's of the Heritage Harbour Market Place Community Development District. Currently the Board officer's are as follows:

Chairman:	Terry Kirschner
Vice Chairman:	William Riley
Assistant Secretaries:	David Negip
	Matthew Morris
	Scott Edwards
Secretary/Treasurer:	James P. Ward

The fifth order of business is consideration of the minutes from the April 2, 2015 Meeting.

The balance of the Agenda is standard in nature and I look forward to seeing you at the meeting, and if you have any questions and/or comments, please do not hesitate to contact me directly at (954) 658-4900.

Yours sincerely,
Heritage Harbour Market Place
Community Development District


James P. Ward
District Manager



James P. Ward
District Manager

2041 NORTHEAST 6TH TERRACE
WILTON MANORS, FL. 33305

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OATH OR AFFIRMATION OF OFFICE

I, _____, a citizen of the State of Florida and of the United States of America, and being an officer of the **Heritage Harbour Market Place Community Development District** and a recipient of public funds as such officer, do hereby solemnly swear or affirm that I will support the Constitution of the United States and of the State of Florida, and will faithfully, honestly and impartially discharge the duties devolving upon me as a member of the Board of Supervisors of the **Heritage Harbour Market Place Community Development District**, Manatee County, Florida.

Signature

Printed Name: _____

STATE OF FLORIDA
COUNTY OF MANATEE

Sworn to (or affirmed) before me this ____ day of _____, 2015, by _____, whose signature appears hereinabove, who is personally known to me or who produced _____ as identification.

NOTARY PUBLIC
STATE OF FLORIDA

Print Name: _____

My Commission Expires: _____

RESOLUTION 2015-3

A RESOLUTION CANVASSING AND CERTIFYING THE RESULTS OF THE LANDOWNERS ELECTION OF SUPERVISORS HELD PURSUANT TO SECTION 190.006(2), FLORIDA STATUTES; PROVIDING A SEVERABILITY CLAUSE; PROVIDING FOR CONFLICT AND PROVIDING AN EFFECTIVE DATE

WHEREAS, pursuant to Section 190.006(2), Florida Statute, a landowners meeting is required to be held within 90 days of the District's creation and every two years following the creation of a Community Development District for the purpose of electing Supervisors to the Board of Supervisors of the District; and

WHEREAS, elections were not held in 2011 and 2013 and the Board of Supervisors have remained in office as authorized by the District's Charter; and

WHEREAS, pursuant to Section 190.011, the Board of Supervisors has been vested with the authority to "exercise all of the powers necessary, convenient, incidental, or proper in connection with any of the powers, duties, or purposes authorized by this act;" and

WHEREAS, following proper publication of notice thereof, such landowners meeting was held July 2, 2015, at which the below recited persons were duly elected by virtue of the votes cast in his favor; and

WHEREAS, this Resolution canvasses the votes, and declares and certifies the results of said election;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE HERITAGE HARBOUR MARKETPLACE COMMUNITY DEVELOPMENT DISTRICT;

SECTION 1: Certification of Election Results. The following persons are found, certified, and declared to have been duly elected as Supervisors of and for the District, having been elected by the votes cast in his favor as shown, to wit:

_____	(Seat 2)	___	Votes
_____	(Seat 4)	___	Votes
_____	(Seat 5)	___	Votes

RESOLUTION 2015-3

A RESOLUTION CANVASSING AND CERTIFYING THE RESULTS OF THE LANDOWNERS ELECTION OF SUPERVISORS HELD PURSUANT TO SECTION 190.006(2), FLORIDA STATUTES; PROVIDING A SEVERABILITY CLAUSE; PROVIDING FOR CONFLICT AND PROVIDING AN EFFECTIVE DATE

SECTION 2: Terms of Office: In accordance with said statutes, the elected Supervisors will serve in their respective positions until the November 2015 elections wherein all Supervisor seats will be up for election.

SECTION 3: Severability. That all Sections or parts of Sections or any Resolutions, Agreements or actions of the Board of Supervisor's in conflict are hereby repealed to the extent of such conflict.

SECTION 4: Conflict. The invalidity or unenforceability of any one or more provisions of this Resolution shall not affect the validity or enforceability of the remaining portions of this Resolution, or any part thereof.

SECTION 5: Effective Date. This Resolution shall take effect upon the passage and adoption of this Resolution by the Board of Supervisors of the Heritage Harbour Market Place Community Development District.

Said terms of office shall commence immediately upon the adoption of this Resolution.

PASSED AND ADOPTED this 2nd day of July, 2015

ATTEST:

**HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT**

James P. Ward, Secretary

Terrence Kirschner, Chairman

RESOLUTION 2015-4

A RESOLUTION RE-DESIGNATING THE OFFICERS OF THE HERITAGE HARBOUR MARKET PLACE COMMUNITY DEVELOPMENT DISTRICT; PROVIDING FOR SEVERABILITY AND INVALID PROVISIONS; PROVIDING FOR CONFLICT AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Board of Supervisors of the Heritage Harbour Market Place Community Development District desire to appoint the below recited person(s) to the offices specified.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE HERITAGE HARBOUR MARKET PLACE COMMUNITY DEVELOPMENT DISTRICT:

SECTION 1: DESIGNATION OF OFFICER’S OF THE DISTRICT. The following persons are appointed to the offices shown:

Chairman	<u>Terry Kirschner</u>
Vice Chairman	<u>William Riley</u>
Secretary	<u>James P. Ward</u>
Treasurer	<u>James P. Ward</u>
Assistant Secretary	<u>Scott Edwards</u>
Assistant Secretary	<u>Matt Morris</u>
Assistant Secretary	<u>David Negip</u>

SECTION 2: SEVERABILITY AND INVALID PROVISIONS. If any one of the covenants, agreements or provisions herein contained shall be held contrary to any express provision of law or contract to the policy of express law, but not expressly prohibited or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements or provisions and shall in no way effect the validity of the other provisions hereof.

RESOLUTION 2015-4

A RESOLUTION RE-DESIGNATING THE OFFICERS OF THE HERITAGE HARBOUR MARKET PLACE COMMUNITY DEVELOPMENT DISTRICT; PROVIDING FOR SEVERABILITY AND INVALID PROVISIONS; PROVIDING FOR CONFLICT AND PROVIDING FOR AN EFFECTIVE DATE.

SECTION 3: CONFLICT. That all Sections or parts of Sections of any Resolutions, Agreements or actions of the Board of Supervisor's in conflict are hereby repealed to the extent of such conflict.

SECTION 4: PROVIDING FOR AN EFFECTIVE DATE. This Resolution shall become effective immediately upon passage.

PASSED AND ADOPTED this 2nd day of July, 2015

ATTEST:

**HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT**

James P. Ward, Secretary

Terry Kirschner, Chairman

**MINUTES OF MEETING
HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT**

The Regular Board Meeting of the Heritage Harbour Market Place Community Development District's Board of Supervisors was held on **Thursday, April 2, 2015 at 2:15 p.m.**, at the **River Strand Golf & Country Club (Clubhouse), 7155 Grand Estuary Trail, Bradenton, Florida 34212.**

Present and constituting a quorum were:

William Riley	Vice Chairman
Terry Kirschner	Assistant Secretary
Matthew Morris	Assistant Secretary
David Negip	Assistant Secretary

Also present were:

James P. Ward	District Manager
Kenza Van Assenderp	District Counsel (Telephonic)
Shane Cooper	Banks Engineering
Cindy Calvert	Auditor, Keefe McCullough & Co.

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Ward called the meeting to order and stated it is 3:00 p.m., and the record will reflect that all members of the Board are present at roll call with the exception of Supervisor Edwards.

SECOND ORDER OF BUSINESS

Acceptance of the resignation of Mr. Anthony Burdett from the Board of Supervisors , and consideration of a replacement member.

Mr. Ward stated I have enclosed a copy of his resignation later in the agenda. It is effective as of the date of the letter, which was October 10th, 2014. I'll ask that you just accept if for purposes of inclusion in the record only.

On MOTION by Mr. Kirschner and seconded by Mr. Morris, with all in favor of accepting the resignation of Mr. Anthony Burdett from the Board of Supervisors.

Mr. Ward stated the way the statute works is the balance of the Board can appoint someone to fill the unexpired term of Mr. Burdett, so I would ask that you simply discuss and then by motion and second, an affirmative vote, you appoint a replacement member.

Mr. Kirschner stated Mr. Negip. Any objections? I nominate Mr. Negip.

Mr. Ward stated your motion is for Mr. Negip to fill the unexpired term of office of Mr. Burdett.

On MOTION by Mr. Kirschner and seconded by Mr. Riley, with all in favor Mr. David Negip is appointed to fill the unexpired seat vacated by Anthony Burdett.

Mr. Ward stated, for the record, I'm a notary for the State of Florida and authorized to administer this oath, and I'm going to take a moment to do that, and I'll ask that you please repeat after me. I, and state your name. Mr. Ward administered the Oath of Office to David Negip, accordingly. I'll ask that you sign your oath, print your name at the top, and below your signature return it to me. I will notarize it and make it a part of the permanent record for you. I know you sit on other CDD boards, so you know you've got to file your Form-1, which I'll obviously now add to my list of things to send you.

Mr. Negip stated okay.

THIRD ORDER OF BUSINESS

Consideration of Resolution 2015-1 re-designating the officers of the District.

Mr. Ward stated, your chairmanship is currently vacant. Mr. Riley sits as your Vice Chairman, Mr. Kirschner and the balance of the Board sits as assistant secretaries. I would ask that you go ahead and just discuss it, and then we'll fill in who sits on this Board.

Mr. Kirschner stated well, you want us to do it as we did in the other Board?

Mr. Negip stated yes, with you as Chairman.

Mr. Kirschner stated with me as Chairman? Okay. The motion is Kirschner to be Chairman, Mr. Riley Vice Chairman, Mr. Negip, Mr. Morris and Mr. Edwards to remain assistant secretaries.

Mr. Ward asked is there a second to that motion?

On MOTION by Mr. Kirschner and seconded by Mr. Morris, with all in favor of approving Resolution 2015-1, with the officers appointed as stated above.

Mr. Ward stated I do want to make one correction for the record. I said at roll call that all members of the Board are present at roll call, and the record will reflect that Mr. Edwards is absent at roll call.

FOURTH ORDER OF BUSINESS

Consideration of Minutes

a) August 7, 2014, Regular Meeting

Mr. Ward stated you've all been previously distributed a copy. If there are any additions, corrections or deletions, it would be appropriate at this time to so indicate. Otherwise, a motion for their approval would be in order.

On MOTION by Mr. Kirschner and seconded by Mr. Mr. Negip, with all in favor of approving the August 7, 2014, Regular Meeting minutes.

FIFTH ORDER OF BUSINESS

Consideration of acceptance of the Audited Financial Statements for the Fiscal Year ended September 30, 2014.

Mr. Ward stated Cindy Calvert with the firm of Keefe, McCullough is on the phone with us, and she will take some time and go through the audited financial statements with you, and I'll ask Cindy to go ahead and do that, and afterwards we'll answer any questions you may have.

Ms. Calvert stated my name is Cindy Calvert, and I was the partner in charge of your audit this year. Now there is some required communications to those charged with governance that I'd like to go over with you just very briefly. First of all, your significant accounting policies are described in Note 2 in the financial statements. No new accounting policies were adopted, and the applications of existing policies was not changed during the fiscal year. We noted no transactions for the year for which there is a lack of authoritative

guidance. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an important part of your financial statements, and the most sensitive estimate affecting the District was the depreciation expense. Management informed us that they used all relevant facts available to them at the time of acquisition to make the best judgment about the depreciation method, and the estimated useful life of those assets. We encountered no difficulties in dealing with management, and they did not deny us access to any information that we requested.

Finally, there were no uncorrected mistakes. Those are what we are required to go over with you, so I'm going to jump over to the financial statements and just point out a few things to you. On page two is the Independent Auditor's Report, and this is an unmodified opinion, and this is the highest level of assurance that we can give you that your financial statements are presented fairly in accordance with GASB. On page nine is your balance sheet, and that pretty much is consistent with last year. There was very little change in your assets or your liabilities. Your fund balance did go down about \$14,000, and if you jump over to page 11, you'll see what caused that change in fund balance.

Your total revenues were about \$1.2 million; that went down about \$9,000, and your expenditures were about \$1.2 million and, again, those were up about \$17,000. Overall, the change in fund balance was a decrease of about \$14,000 to \$15,000. On page 13 is your budget to actual for the General Fund, and on that one, your actual versus budget had an overall negative variance of only \$134, so you must be doing a good job on your budgeting, because you're very close. Finally, I just wanted to point out on page 24 is our report on internal control and compliance, and we noted no material weaknesses or significant deficiencies, and I there were no instances of noncompliance.

That's just a very brief overview of the audit and, like I said, our required communications. If there's any questions that you have, I'll be happy to answer them for you.

Mr. Ward asked any questions from the Board? Hearing none, a motion to accept the Audit would be in order.

On MOTION by Mr. Morris and seconded by Mr. Kirschner with all in favor of accepting the Audited Financial Statements for the Fiscal Year ended September 30, 2014.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2015-2, approving the Proposed Budget for Fiscal Year 2016 and setting a public hearing for September 3, 2015, on the Proposed Budget at the River Strand Country Club.

Mr. Ward stated before we get started on the budget, there is one issue that I would like to discuss that has a significant impact with respect to the Budget. There are two parcels in Heritage Harbor Market Place, parcels 19 and 20, which are currently owned by Starwood or one of their companies. Starwood has not paid their tax bills on parcels 19 and 20, and I have been advised by their attorney that they are not going to pay their tax bills on parcels 19 and 20. That essentially means that the Series 2006 Bonds that we issued for Heritage Harbour Market Place will go into default on May 1st of this year. With respect to that issue, I have advised the bondholders, the underwriter general counsel, and we have been requested by the bondholder's to retain the firm Greenberg Traurig to represent the District in any litigation that may occur as a result of this pending default. There is nothing that we can do at this time with respect to the default that's occurring. It is on the tax rolls, so the property will go to a tax sale certificate, hopefully June 1. The total taxes on that property are well over \$1 million a year. I really have no clue whether anybody will pick up that tax certificate or not, but we will see if they do or don't, as the case may be.

If they do pick up the tax certificate, the funds will be remitted to us. We'll make the debt service payment. The bond issue will come out of default. I wouldn't say that was a likely event. The more likely event is the sale will not happen on that property, and it will sit out there for however many years it sits out there. So, with that, that's the premise to some of what you're going to see in this budget today, because it seriously affects what we will be doing.

If you look at page one of your proposed budget that I gave you, there are two issues we have ongoing here, and they're all related to parcel 19 and 20. Parcel 19 and 20 pay roughly 70 percent of the debt service assessment and the operating assessments on the District. What's going to happen in the current fiscal year is not only the debt service fund

will go into default, but it is unlikely we will have the funds necessary to pay the remaining operating costs of the District through the balance of this fiscal year. But let's assume for one minute that we do have that ability. What I have done in Fiscal Year 2016, because I know that won't happen, I basically increased the General Fund budget for 2016 by roughly \$250,000 in order to pay the litigation costs that may result from parcel 19 and 20, but alternatively to catch up the operating costs for 2015. The remaining parcels would end up, basically, picking up the cost of the operation for 2016, assuming parcels 19 and 20 do not pay the operating assessments.

Just to give you the flavor of those numbers. Of a 2016 Budget of \$329,000, even at that, \$224,000 of it comes from the Starwood parcels, and we know we won't get that. Basically, what I'm doing is saying the net number that you will get, because I know parcel 19 and 20 aren't going to pay, is enough to carry to the District for the balance of this year and next year, not really dealing with litigation, although I put it in here as litigation costs. My assumption is that when a bond issue goes into default, generally, the legal fees relative to that comes from the trust accounts, assuming the bondholder agrees to pay them. If the bondholder doesn't agree to pay those litigation costs, then, in fact, I don't know what will happen, but I suspect the bondholders probably will do that.

I have asked the bondholders whether they are going to or not. I didn't get a response. I don't expect a response until it's probably, absolutely necessary that they make the decision. With respect to the actual Debt Service Fund budget itself, that will remain consistent. We'll levy the assessments as we have in the past, as if we are not in default on the assessments. The only thing that I did differently for next year is parcel 19 and 20, instead of putting the assessments on the tax roll from the county, we'll keep it on the District's roll, and we will bill it directly. That way, if they do not pay, then we will be able to foreclosure quicker.

Now the one effect that will have will be probably to the balance of the parcels that are off roll. In the past years, I think Brownstar and, basically, Lennar are the two primary owners. What has happened in the past is I have billed the assessments as they came due, basically, for the November 1st payment and the May 1st payment. You're not going to be able to do that this coming year. What is going to have to happen is that we're going to have to bill it basically, November 1st, everybody will have to pay by the 30th of November, and

then those who don't pay, then we will be able to start a foreclosure proceeding on those particular parcels, which, obviously, I think that Brown Star will pay late, because they pay late to everything. Parcel 19 and 20 won't pay.

Lennar is going to have to recognize, and I will communicate this to those at Lennar that that amount of money is going to have to be paid before November 30, or they're going to get caught up in that foreclosure proceeding that we're going to have to do on the parcel 19 and 20 properties.

Mr. Negip asked how much is it?

Mr. Ward stated \$250,000 from Lennar. That in sum and substance is this actually awful budget that I've had to prepare and present to you today. If you don't have any questions on it, to be frank with you, I really don't know what else can be done on this one. I've thought about this for quite a bit. I've talked to Ken about it a lot. There's not a lot of options that we have here with respect to this. This is a major issue, and the District has to do what's necessary to protect that bond issue, so the assessment proceeding, there's not much I can do about this. If there are no other questions with respect to it, I'll ask that you adopt Resolution 2015-2 for purposes of setting your public hearing.

On MOTION by Mr. Kirschner and seconded by Mr. Negip, with all in favor of approving Resolution 2015-2.

SEVENTH ORDER OF BUSINESS

Consideration of setting July 2, 2015, at 2:15 p.m. at the River Strand Country Club, 7155 Grand Estuary Trail, Bradenton, Florida 34212, as the date, time and location for the Heritage Harbour Market Place Community Development District Landowners' Meeting, along with approving the sample ballot, proxy and instructions.

Mr. Ward stated we are out of sync on landowners' meetings, so what we're going to do is a landowners; meeting in July. We're going to be doing another landowners' meeting November, and then between those two meetings, we'll have the Board back on their correct schedule again. With that enclosed in your agenda packages, also the required sample

ballot, proxy, and instructions for that landowners' meeting. if you have any questions, I'll be glad to answer them. Otherwise, a motion to set that date, time and location, as I mentioned, would be in order.

On MOTION by Mr. Riley and seconded by Mr. Negip, with all in favor of approving the setting of July 2, 2015, at 2:15 p.m. at the River Strand Country Club, 7155 Grand Estuary Trail, Bradenton, Florida 34212, as the date, time and location for the Heritage Harbour Market Place Community Development District Landowners' Meeting, along with approving the sample ballot, proxy and instructions.

EIGHTH ORDER OF BUSINESS

Staff Reports

- a. **Attorney**

No report.

- b. **Engineer**

No report.

- c. **Manager**

- I. **Financial Statements for the month ended February 28, 2015.**

No discussion.

NINTH ORDER OF BUSINESS

Supervisors' Requests and Audience Comments

Mr. Ward asked anything from the Board?

TENTH ORDER OF BUSINESS

Adjournment

Mr. Ward stated a motion to adjourn would be in order.

On MOTION by Mr. Morris and seconded by Mr. Negip with all in favor the meeting was adjourned at 3:22 p.m.

James P. Ward, District Manager

Terry Kirschner, Chairman

**INSTRUCTIONS RELATING TO LANDOWNERS' MEETING OF
THE HERITAGE HARBOUR MARKET PLACE COMMUNITY DEVELOPMENT DISTRICT
FOR THE ELECTION OF SUPERVISORS**

DATE OF LANDOWNERS' MEETING: NOVEMBER 5, 2015

TIME: 2:15 P.M.

LOCATION: River Strand Golf and Country Club, 7155 Estuary Trail, Bradenton, FL 34212

Pursuant to Chapter 190, Florida Statutes, after a Community Development District ("District") has been established and the landowners have held their initial election, there shall be a subsequent landowners' meeting for the purpose of electing members of the Board of Supervisors every two years until the District qualifies to have its board members elected by the qualified electors of the district. The following instructions on how all landowners may participate in the election is intended to comply with Section 190.006(2)(b), Florida Statutes, as amended by Chapter 2004-353, Laws of Florida.

A landowner may vote in person at the Landowner's Meeting, or the landowner may nominate a proxy holder to vote at the meeting in place of the landowner. Whether in person or by proxy, each landowner shall be entitled to cast one vote per acre of land owned by him or her and located within the District, for each person that the landowner desires to elect to a position on the Board of Supervisors that is open for election for the upcoming term (five (5) seats on the Board will be up for election). A fraction of an acre shall be treated as one (1) acre, entitling the landowner to one vote with respect thereto. **Please note that a particular parcel of real property is entitled to only one vote for each eligible acre of land or fraction thereof; therefore, two or more people who own real property in common, that is one acre or less, are together entitled to only one vote for that real property.**

At the Landowners' Meeting, the first step is to elect a chair for the meeting, who may be any person present at the meeting. The landowners' shall also elect a secretary for the meeting who may be any person present at the meeting. The secretary shall be responsible for the minutes of the meeting. The chair shall conduct the nominations and the voting. If the chair is a landowner or proxy holder of a landowner, he or she may nominate candidates and make and second motions. Candidates must be nominated and then shall be elected by a vote of the landowners. Nominees may be elected only to a position on the Board of Supervisors that is open for election for the upcoming term. The two candidates receiving the highest number of votes shall be elected for a term of four (4) years. The remaining three (3) candidates receiving votes shall be elected for a term of two (2) years. The term of office for each successful candidate shall commence upon election.

A proxy is available upon request. To be valid, each proxy must be signed by one of the legal owners of the property for which the vote is cast and must contain the typed or printed name of the individual who signed the proxy; the street address, legal description of the property or tax parcel identification number; and the number of authorized votes. If the proxy authorizes more than one vote, each property must be listed and the number of acres of each property must be included. The signature on a proxy does not need to be notarized.

**HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT
MANATEE COUNTY, FLORIDA
LANDOWNERS MEETING – NOVEMBER 5, 2015**

OFFICIAL BALLOT

For Election (5 Supervisors): The two (2) candidates receiving the highest number of votes will each receive a four (4) year term, and the remaining three (3) candidates receiving the next largest number of votes shall receive a two (2) year term, with the term of office for each successful candidate commencing upon election.

The undersigned certifies that the undersigned is executing this Official Ballot in his or her individual capacity as landowner, or in his or her capacity as an authorized representative of the entity named below as landowner, (hereinafter, "Landowner") and that Landowner is the fee simple owner of land, or the proxy holder for the fee simple owner of land, located within the Heritage Harbour Market Place Community Development District and described as follows:

Property Description _____ **Acreage**

[Insert above the street address of each parcel, the legal description of each parcel, or the tax identification number of each parcel. If more space is needed, identification of parcels owned may be incorporated by reference to an attachment hereto.]

The number of authorized votes for this ballot is: _____

I, _____, in my individual capacity as Landowner; or in my capacity as an authorized representative of Landowner, an entity; or as the proxy holder pursuant to the Landowners Proxy attached hereto, do cast my votes as follows:

	NAME OF CANDIDATE	NUMBER OF VOTES
1.	_____	_____
2.	_____	_____
3.	_____	_____
4.	_____	_____
5.	_____	_____

Date: _____

Signed: _____

Printed Name: _____

NOTE: If the fee simple landowner is not an individual, and is instead a corporation, limited liability company, limited partnership or other entity, evidence that the individual signing on behalf of the entity has the authority to do so should be attached hereto. (e.g., bylaws, corporate resolution, etc.).

**HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT
MANATEE COUNTY, FLORIDA
LANDOWNERS MEETING – NOVEMBER 5, 2015**

LANDOWNER PROXY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints:

Proxy holder

For and on behalf of the undersigned to vote as proxy at the meeting of the Landowners of the Heritage Harbour Market Place Community Development District to be held at the River Strand Country Club, 7155 Grand Estuary Trail, Bradenton, Florida 34212 said meeting published in a newspaper in Manatee County; and at any adjournments thereof, according to the number of acres of unplatted land and/or platted lots owned by the undersigned landowner which the undersigned would be entitled to vote if then personally present, upon any question, proposition, or resolution or any other matter or thing which may come before said meeting including, but not limited to, the election of members of the Board of Supervisors and may vote in accordance with their discretion on all matters not known or determined at the time of solicitation of this proxy, which may legally come before the meeting. Any proxy heretofore given by the undersigned for said meeting is hereby revoked. This proxy is to continue in force from the date hereof until the conclusion of the landowners meeting and any adjournment or adjournments thereof, but may be revoked at any time by notice thereof, in writing, filed with the Secretary of the Heritage Harbour Market Place Community Development District.

Signed: _____

Print Name: _____

Date: _____

Property Description	Acreage
_____	_____
_____	_____
_____	_____

[Insert above the street address of each parcel, the legal description of each parcel, or the tax identification number of each parcel. If more space is needed, identification of parcels owned may be incorporated by reference to an attachment hereto.]

The number of authorized votes for this proxy is: _____

NOTE: If the fee simple landowner is not an individual, and is instead a corporation, limited liability company, limited partnership or other entity, evidence that the individual signing on behalf of the entity has the authority to do so should be attached hereto. (e.g., bylaws, corporate resolution, etc.).