
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.

**WATERSET NORTH
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Waterset North Community Development District was held on **Tuesday, November 8, 2016 at 3:05 p.m.** at the offices of Rizzetta & Company located at 9428 Camden Field Parkway, Riverview, FL 33578.

Present and constituting a quorum:

Amanda King	Board Supervisor, Chairman
Doug South	Board Supervisor, Vice-Chairman
Maja Barnat	Board Supervisor, Assistant Secretary

Also present were:

Joseph Roethke	District Manager, Rizzetta & Company, Inc.
Gregg Gruhl	Amenities Manager, RASI
Erin McCormick	District Counsel; Erin McCormick Law
Shannon Nasekos	Community Manager
Scott Brizendine	Associate Director of Financial Services, Rizzetta & Co.
Robbie Cox	MBS Capital Markets

Audience

FIRST ORDER OF BUSINESS

Call to Order

Mr. Roethke called the meeting to order and read the roll call.

SECOND ORDER OF BUSINESS

Audience Comments

A resident asked about CDD access for pool installation.

THIRD ORDER OF BUSINESS

**Consideration of Resolution 2017-04,
Canvassing and Certifying Results of
Landowner Election Meeting**

Mr. Roethke presented resolution 2017-04 to the Board, which will canvass and certify the results of the landowner election meeting.

On a Motion by Ms. King, seconded by Mr. South, with all in favor, the Board adopted resolution 2017-04 for the Waterset North Community Development District.

FOURTH ORDER OF BUSINESS

Administer Oath to Newly Elected Supervisor

Mr. Roethke administered the oath to Mr. South and Mr. South replied in the affirmative. Mr. Roethke informed Mr. South that as a Board Supervisor he is entitled to compensation of \$200.00 per meeting, up to an annual maximum of \$4,800 per year. Mr. South declined compensation.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2017-05, Re-Designating Officers

Mr. Roethke presented Resolution 2017-05 to the Board, which will re-designate the officers of the District. The Board appointed the designations as following: Amanda King as Chairman, Doug South as Vice Chairman with the remaining Board Members, Joseph Roethke and Greg Cox as Assistant Secretaries.

On a Motion by Ms. King, seconded by Ms. Barnat, with all in favor, the Board adopted resolution 2017-05 for the Waterset North Community Development District.

SIXTH ORDER OF BUSINESS

Consideration of Minutes of the Board of Supervisors' Regular Meeting held on October 11, 2016

On a Motion by Ms. King, seconded by Mr. South, with all in favor, the Board approved the Minutes of the Regular Meeting held on October 11, 2016 for the Waterset North Community Development District.

SEVENTH ORDER OF BUSINESS

Consideration of the Operation and Maintenance Expenditures for September 2016

Ms. King identified a (\$250.00) reclaimed water hookup invoice that should have been paid from the construction account. Mr. Roethke will have this reimbursed from the construction account to the general fund.

On a Motion by Mr. South, seconded by Ms. Barnat, with all in favor, the Board ratified the Operation and Maintenance Expenditures, as amended, for September 2016 (\$85,828.53) for the Waterset North Community Development District.

EIGHTH ORDER OF BUSINESS

Consideration of Operation and Maintenance Expenditures for September 2016 for Café'

On a Motion by Mr. South, seconded by Ms. King, with all in favor, the Board ratified the Operation and Maintenance Expenditures for September 2016 (\$14,520.55) for the Café' for the Waterset North Community Development District.

NINTH ORDER OF BUSINESS

Ratification of Series 2014 Construction Requisitions, #194-197

REQUISITION NO.	PAYEE	AMOUNT
CUS 194	Creative Mailbox & Sign Designs	\$1,100.00
CUS 195	Erin McCormick Law, P.A.	\$2,502.50
CUS 196	Florida Natives Nursery, Inc.	\$2,200.00
CUS 197	RIPA & Associates LLC	\$23,476.05

On a Motion by Mr. South, seconded by Ms. Barnat, with all in favor, the Board ratified the Series 2014 Construction Requisitions (194-197) for the Waterset North Community Development District.

TENTH ORDER OF BUSINESS

Ratification of Change Orders

There were no Change Orders.

ELEVENTH ORDER OF BUSINESS

Presentation of S&P Rating for Bond Refinancing

Mr. Cox informed the Board that the S&P Rating for the upcoming bond refinancing would likely result in a long-term rating of A-, with a stable outlook.

Mr. Cox also distributed a presentation regarding the details of this upcoming refinancing and reviewed this with the Board.

A delegation award resolution will be presented at the next meeting for the Board to consider in order to move forward with this deal.

On a Motion by Ms. King, seconded by Mr. South, with all in favor, the Board directed Staff to proceed with creation of documents to move forward with bond refunding for the Waterset North Community Development District.

TWELFTH ORDER OF BUSINESS

Presentation of Final Supplemental Special Assessment Allocation Report

Mr. Roethke presented the Final Supplemental Special Assessment Allocation Report and Mr. Brizendine gave further details regarding his report. There were no questions from the Board.

THIRTEENTH ORDER OF BUSINESS

Consideration of Resolution 2017-07, Adopting the Amended Final Supplemental Special Assessment Methodology Report and Amended Assessment Roll

Mr. Roethke presented Resolution 2017-07 to the Board, which will adopt the amended final supplemental special assessment methodology report and amended assessment roll. Ms. McCormick reviewed the details of this Resolution with the Board.

On a Motion by Ms. King, seconded by Mr. South, with all in favor, the Board adopted resolution 2017-07 for the Waterset North Community Development District.

(Both Mr. Cox and Mr. Brizendine left while the meeting was in progress at 3:56 p.m.)

FOURTEENTH ORDER OF BUSINESS

Presentation of Monthly Inspection Reports

Mr. Roethke presented the monthly pond and landscape maintenance inspection reports to the Board. A discussion ensued regarding several maintenance issues.

Ms. King informed the Board that the developer will be turning over additional ponds to the District shortly.

FIFTEENTH ORDER OF BUSINESS

Discussion Regarding Resident Pond Bank Mowing

Mr. Roethke updated the Board on an issue regarding several lots where residents mow the common areas behind their home to the water's edge. The argument is that if the home is further than 30 feet from the water, then the resident should not have to mow it, as per the HOA covenants. Ms. King maintains that the intent of this rule was that the drainage easement line is the legal boundary for the pond bank, and all lots are within 30 feet of this easement line. A discussion ensued. Mr. Roethke will continue to follow up with the District Engineer and will also work with the HOA to discuss amending the charter.

SIXTEENTH ORDER OF BUSINESS

Consideration of Landscape Proposals

There were no landscape proposals.

SEVENTEENTH ORDER OF BUSINESS

Consideration of CDD Access for Pool Installation

Mr. Roethke presented a resident's request to use CDD access to install a pool in their backyard located at 7114 Bowspirit Place.

The resident confirmed that the CDD property is the only available access to his backyard to install the pool. The neighboring properties have fences already installed which restrict access from the front of the lot.

On a Motion by Ms. South, seconded by Ms. King, with all in favor, the Board approved use of CDD property for pool installation at 7114 Bowspirit Place, pending a license agreement by District Counsel for the Waterset North Community Development District.

EIGHTEENTH ORDER OF BUSINESS

Consideration of Proposals for Screen Room Painting

Mr. Roethke presented several proposals for screen room painting to the Board.

On a Motion by Mr. South, seconded by Ms. King, with all in favor, the Board approved proposal from Certa Pro Painters for screen room painting at a cost of (\$1,530.00) for the Waterset North Community Development District.

NINETEENTH ORDER OF BUSINESS

Presentation of Arbitrage Rebate Calculation Reports

Mr. Roethke presented the Arbitrage Rebate Calculation Reports to the Board and noted that there is no arbitrage liability at this time.

TWENTIETH ORDER OF BUSINESS

Ratification of Lighting Agreement for Phase 3 B2

Mr. Roethke presented a lighting agreement for Phase 3B2 to the Board and requires Board ratification.

On a Motion by Mr. South, seconded by Ms. Barnat, with all in favor, the Board of Supervisors ratified the lighting agreement from TECO for Phase 3B2 for the Waterset North Community Development District.

TWENTY-FIRST ORDER OF BUSINESS

**Consideration of Resolution 2017-06,
Amending Budget FY 15-16**

Mr. Roethke presented Resolution 2017-06 to the Board, which will amend the FY 15-16 Budget.

On a Motion by Ms. King, seconded by Mr. South, with all in favor, the Board of Supervisors adopted Resolution 2017-06 for the Waterset North Community Development District.

TWENTY-SECOND ORDER OF BUSINESS

Staff Reports

A. Clubhouse Manager

Ms. Nasekos presented the Clubhouse Manager's Report to the Board. A discussion ensued regarding several maintenance items.

Ms. King asked for an updated on the new music service and Ms. Nasekos updated the Board on the status. A vendor will be out on site to diagnose the issue.

Ms. Nasekos informed the Board that a new menu is in the works at the café and the Wine Down Friday events will start back up on November 18th.

B. District Counsel

No report.

C. District Engineer

Not present.

D. District Manager

Mr. Roethke stated that the next regular meeting will take place on Tuesday, December 13, 2016 at 3:00 p.m. at Rizzetta & Company's Riverview Office located at 9428 Camden Field Parkway, Riverview, Florida 33578.

TWENTY-THIRD ORDER OF BUSINESS

Supervisor Requests

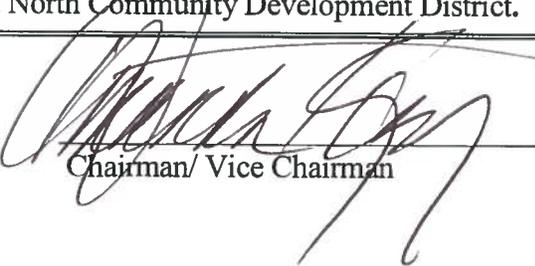
There were no requests.

TWENTY-FOURTH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. South, seconded by Ms. Barnat, with all in favor, Board of Supervisors adjourned the meeting at 4:43 p.m. for Waterset North Community Development District.


Secretary/Assistant Secretary


Chairman/ Vice Chairman

Waterset North CDD

EXHIBIT TO 11-8-16 MINUTES:

MBS Bond Presentation Nov. 2016

Waterset North Community Development District

Presentation to the Board of Supervisors
Regarding Refinancing Opportunities
November 8, 2016

Presented by

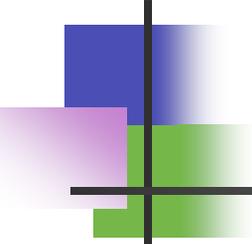
MBS Capital Markets, LLC

MBS Capital Markets, LLC
152 Lincoln Avenue
Winter Park, FL 32789
(407) 622-0130

MBS Capital Markets, LLC
8583 Strawberry Lane
Boulder, CO 80503
(303) 652-0205

MBS Capital Markets, LLC
4890 West Kennedy Boulevard
Suite 940
Tampa, FL 33609
(813) 281-2700

MBS Capital Markets, LLC
1005 Bradford Way
Kingston, TN 37763
(865) 717-0303



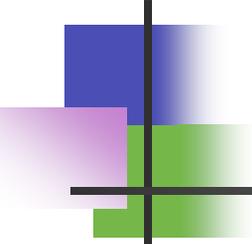
Review of Outstanding Bonds – Series 2007A Bonds

Series	Outstanding Principal	Coupon	Call Provisions	Call Premium	Final Maturity
2007A	\$7,170,000	6.60%	5/1/17	NA	5/1/2039

Estimated Refunding Results

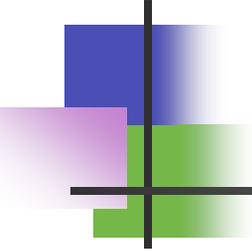
The table below illustrates the estimated refunding results for a senior/subordinate structure based on a preliminary rating of A- on the senior lien bonds. The results below reflect that there is no outstanding deferred cost obligation to the developer.

Refunding Analysis	
Principal Amount to be Refunded (1)	\$7,170,000
Current Average Coupon	6.60%
Current Annual Debt Service (1)	\$608,410
Estimated Delivery Date	12/15/2016
Estimated Principal Amount of Refunding Bonds (2)	\$7,115,000
Estimated Average Coupon	3.99% (3.46% / 5.125%)
Estimated Max Annual Debt Service (3)	\$489,703
Estimated NPV Savings % (4)	20.1%
Estimated NPV Savings \$ (4)	\$1,441,548
Estimated Max Annual Debt Service Reduction \$ (5)	\$118,707
Estimated Maximum Annual Debt Service Reduction % (5)	19.5%
Final Maturity (6)	5/1/2039
Estimated DSRF Cash Requirement	50% of MADS
Estimated Costs of Issuance (7)	\$150,000 + UW disc 1.5%



Estimated Refunding Results (cont'd)

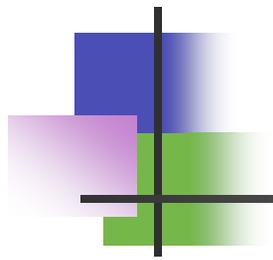
- (1) As of 5/1/2016.
- (2) The principal amount of the refunding bonds assumes that no deferred costs are owed to the developer.
- (3) The projected maximum annual debt service does not include the gross-up to provide for the 4% discount for early payment and the collection fees charged by Hillsborough County.
- (4) These figures are net of all costs and transfers from the existing trust estate.
- (5) The reduction of annual debt service is calculated based upon comparing the debt service on the respective outstanding series of bonds and the debt service on the respective proposed refunding bonds.
- (6) The maturity date on the proposed refunding bonds is 5/1/2039 which is consistent with the maturity date on the Series 2007A Bonds.
- (7) The estimated costs of issuance of the refinancing are consistent with other similarly recently closed CDD refinancing transactions. Such costs are to be negotiated between the District and the various financing team members.



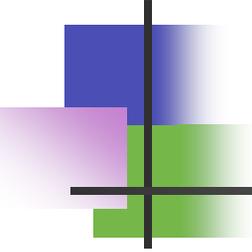
Estimated Annual Assessment Reduction

	Existing Series 2007A Annual Assmts	Proposed Series 2016 Annual Assmts	% Reduction
SF 30'	\$632	\$505	20.02%
SF 40'	\$789	\$631	20.02%
SF 50'	\$877	\$702	20.02%
SF 60'	\$1,053	\$842	20.02%
SF 70'	\$1,228	\$982	20.02%
SF 80'	\$1,403	\$1,122	20.02%

Note: All amounts include the estimated 6% gross-up for early payment discounts and county costs per revised Hillsborough County fee schedule.



APPENDIX A



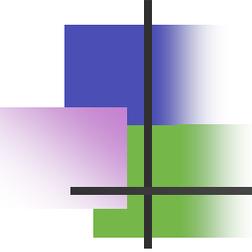
Disclosures Regarding Underwriter's Role – MSRB Rule G-17

Disclosures Concerning the Underwriter's Role

- (i) Municipal Securities Rulemaking Board Rule G-17 requires an underwriter to deal fairly at all times with both municipal issuers and investors;
- (ii) The Underwriter's primary role is to purchase securities with a view to distribution in an arm's-length commercial transaction with the District and it has financial and other interests that differ from those of the District;
- (iii) Unlike a municipal advisor, the Underwriter does not have a fiduciary duty to the District under the federal securities laws and is, therefore, not required by federal law to act in the best interests of the District without regard to its own financial or other interests;
- (iv) The Underwriter has a duty to purchase securities from the District at a fair and reasonable price, but must balance that duty with its duty to sell municipal securities to investors at prices that are fair and reasonable; and
- (v) The Underwriter will review the official statement for the District's securities in accordance with, and as part of, its responsibilities to investors under the federal securities laws, as applied to the facts and circumstances of the transaction.

Disclosure Concerning the Underwriter's Compensation

Underwriter's compensation that is contingent on the closing of a transaction or the size of a transaction presents a conflict of interest, because it may cause the Underwriter to recommend a transaction that it is unnecessary or to recommend that the size of the transaction be larger than is necessary.



Disclosures Regarding Underwriter's Role – MSRB Rule G-17 (cont'd)

Conflicts of Interest

Payments to or from Third Parties. There are no undisclosed payments, values, or credits to be received by the Underwriter in connection with its underwriting of this new issue from parties other than the District, and there are no undisclosed payments to be made by the Underwriter in connection with this new issue to parties other than the District (in either case including payments, values, or credits that relate directly or indirectly to collateral transactions integrally related to the issue being underwritten). In addition, there are no third-party arrangements for the marketing of the District's securities.

Profit-Sharing with Investors. There are no arrangements between the Underwriter and an investor purchasing new issue securities from the Underwriter (including purchases that are contingent upon the delivery by the District to the Underwriter of the securities) according to which profits realized from the resale by such investor of the securities are directly or indirectly split or otherwise shared with the Underwriter.

Credit Default Swaps. There will be no issuance or purchase by the Underwriter of credit default swaps for which the reference is the District for which the Underwriter is serving as underwriter, or an obligation of that District.

Retail Order Periods. For new issues in which there is a retail order period, the Underwriter will honor such agreement to provide the retail order period. No allocation of securities in a manner that is inconsistent with an District's requirements will be made without the District's consent. In addition, when the Underwriter has agreed to underwrite a transaction with a retail order period, it will take reasonable measures to ensure that retail clients are bona fide.

Dealer Payments to District Personnel. Reimbursements, if any, made to personnel of the District will be made in compliance with MSRB Rule G-20, on gifts, gratuities, and non-cash compensation, and Rule G-17, in connection with certain payments made to, and expenses reimbursed for, District personnel during the municipal bond issuance process.