

MINUTES OF MEETING

Board of Supervisors

Reedy Creek Improvement District

May 20, 2020

10:26 a.m.

President Hames called the regular meeting of the Reedy Creek Improvement District Board of Supervisors to order at 10:26 a.m. on Wednesday, May 20, 2020, at the Administrative Offices of the District, 1900 Hotel Plaza Boulevard, Lake Buena Vista, Florida.

Those present via teleconference were Max Brito, Jane Adams, and Don Greer; President Larry Hames and Wayne Schoolfield attended in-person, constituting a quorum of the Board of Supervisors. Others in attendance included; John Classe, District Administrator; Ann Blakeslee, Deputy District Administrator; and Wanda Siskron, District Clerk, Administration; Bruce Jones, Contract and Construction Management; Ron Zupa and Yenni Hernandez, Technology Services; Chris Quinn, Finance; Chief Richard LePere, RCFD; and Jan Carpenter, Latham, Luna, Eden & Beaudrine, LLP. Those participating via teleconference were: Heidi Powell and Susan Higginbotham, Finance; Chris Ferraro, Jason Herrick and Mark Swanson, RCES; Kate Kolbo and Katherine Luetzow, Planning & Engineering; Craig Sandt, Contract and Construction Management; Jerry Wooldridge, Building & Safety; Jason Middleton, HR; Mike Crikis and Jeff Holland, Environmental Sciences; John McGowan and Sean Roberts, WDP&R-Legal; and Ed Milgrim and Ilana Perras, Milgrim Law Group.

President Hames announced the annual election of Officers of the Board of Supervisors as the first item of business. Mr. Greer moved the nomination of Mr. Larry Hames as President. The motion was duly seconded by Ms. Adams. There being no further nominations, the election was unanimous. President Hames moved the nomination of Mr. Don Greer as Vice President. The motion was duly seconded by Mr. Schoolfield. There being no further nominations, the election was unanimous. Ms. Adams moved the nomination of Mr. Wayne Schoolfield as Treasurer. The motion was duly seconded by President Hames. There being no further nominations, the election was unanimous. President Hames moved the nomination of Mr. John H. Classe, Jr. as Secretary. The motion was duly seconded by Mr. Brito. There being no further nominations, the election was unanimous.

APPROVAL OF MINUTES

Minutes from the April 22, 2020 BOS Meeting were approved and accepted as presented.

The District Clerk recorded proof of publication of the meeting notice. **(EXHIBIT G)**

REPORTS

A departmental report was presented by the District Administrator and the Deputy District Administrator. **(EXHIBIT H)**

Mr. Classe advised that the District has been impacted by COVID-19 over the past six-eight weeks. This week, we brought back our workforce to the extent possible. All safety measures have been made and temperature checks are taken when entering the Administration Bldg. Mr. Classe advised that effective today at 10:00 a.m., there will once again be activity at Disney Springs. Mr. Classe advised that we are bringing back the District workforce to be prepared to operate with some sense of normalcy. Mr. Classe advised that the District is collaborating with Disney Springs in making sure that we can help with any precautions needed. Mr. Classe advised that we will adjust the District's operations as deemed necessary.

Ms. Blakeslee advised that there will be a Special BOS meeting for the Public Hearing on Utility Rate changes held this Friday, May 22nd. This additional meeting is necessary due to publishing limitations we encountered with the Orlando Sentinel for the Public Hearing newspaper advertisement, and should be a short meeting. Ms. Blakeslee advised that the District is staying in touch with Disney and the non-Disney customers. Ms. Blakeslee advised that our proposed rates would be comparable with other providers. Due to the closures we are not able to cover fixed costs as consumption is down 50%.

CONSENT AGENDA

President Hames proceeded to the Consent Agenda and advised that the Consent Agenda exists of general administrative items and items under a specific cost threshold. Any item could be pulled from the Consent Agenda for further discussion, if requested. Consent Agenda items are shown below:

Item 5A – Special Warranty Deed – WDP&R to RCID

CONSIDERATION of Request for Board approval for acceptance of a conveyance by Special Warranty Deed from **Walt Disney Parks and Resorts US, Inc. (WDP&R)** to **RCID**, two parcels of land, lying in Orange County and totaling 1,760 square feet. **(EXHIBIT A)**

Item 5B – Non-Exclusive Temporary Easement Agreement – Revision

CONSIDERATION of Request for Board approval of additional wording, “to the extent permitted by law, and subject to the limitations set forth in Section 768.28, Florida Statutes.” This change was requested by FDOT to the Indemnity Clause shown on Page 4 of the Non-Exclusive Temporary Easement Agreement approved by the BOS at the March 25, 2020 BOS meeting. **(EXHIBIT B)**

Item 5C – RCID Investment Management Policy – Revision

CONSIDERATION of Request for Board approval of a revision to eliminate the words, “Institution Limit: Maximum 50% per institution or fund”, shown on Page 11 under the Portfolio

Composition and Diversification Section of the RCID Investment Management Policy approved by the BOS at the January 22, 2020 BOS meeting. This revision is requested for clarification purposes only. **(EXHIBIT C)**

Item 5D – Osceola Parkway at World Drive, Osceola Parkway at Victory Way and World Drive North Area Development – Professional Services Change Order Allowance

CONSIDERATION of Request for Board approval to increase the previous Board-authorized change order allowance pursuant to RCID's contract with **Atkins North America, Inc.**, in the amount of **\$20,000.00**, for additional construction administration services supporting the Osceola Parkway at World Drive, Osceola Parkway at Victory Way and World Drive North Area Development project. Funding for this request is included in the approved project budget and is derived from the RCID 2016-2024 Transportation Projects Ad Valorem Bonds.

Item 5E – World Drive North Phase II Electrical Infrastructure Relocation – Owner-Furnished Material

CONSIDERATION of Request for Board approval for revising the funding source of the Owner-Furnished Material for the World Drive North Phase II Electrical Infrastructure Relocation project. At the February 26, 2020 Board of Supervisors meeting, a budget of **\$1,100,000.00** was approved. The World Drive North Phase II Electrical Infrastructure Relocation project includes roadway construction improvements and system improvements. Therefore, the funding for these improvements will be split between the RCID 2016-2024 Transportation Projects Ad Valorem Bonds (**\$675,000.00**) and the RCID Series 2018-1 Utility Revenue Bonds (**\$425,000.00**).

Item 5F – World Drive North Phase II Electrical Infrastructure Revision – RCES Soft Costs

CONSIDERATION of Request for Board approval for revising the funding source of the RCES Soft Costs for the World Drive North Phase II Electrical Infrastructure Relocation project. At the February 26, 2020 Board of Supervisors meeting, a budget of **\$350,000.00** was approved. The World Drive North Phase II Electrical Infrastructure Relocation project includes roadway construction improvements and system improvements. Therefore, the funding for these improvements will be split between the RCID 2016-2024 Transportation Projects Ad Valorem Bonds and the RCID Series 2018-1 Utility Revenue Bonds. Upon completion of the project, the total actual soft costs will be allocated between the Bonds based on the final construction costs.

Item 5G – CONSIDERATION of Reappointment of **Kermit L. Prime, Jr.** to the Pollution Control Board for a one-year term to expire May 2021.

President Hames asked if anyone had a reason to bring up any items on the Consent Agenda for further discussion. No items were pulled from the Consent Agenda for review. Upon motion by Mr. Schoolfield and duly seconded, the Board unanimously approved the Consent Agenda.

REGULAR AGENDA

Item 6A – World Drive North Phase II – Construction Services Agreement

Mr. Classe advised that he would like to pull this item from the Agenda and will bring to the June BOS meeting. CONSIDERATION of request for Board approval to award a Lump-Sum Fixed-Price Agreement for Construction Services in the amount of **\$33,134,000.00** to the lowest responsive bidder, **Jr. Davis Construction Co., Inc.**, for construction of the World Drive North Phase II project. The limits of the project extend from the Car Care Center to just south of Seven Seas Drive. The scope of work generally includes re-constructing the roadway from 2 to 4 lanes, drainage improvements, a vehicular bridge, MSE retaining walls, utility relocations and other related roadway improvements. A portion of this agreement includes electrical system improvements not caused by the roadway project. Those improvements will be separately funded. This request also includes amounts for materials that will be purchased directly by RCID for incorporation into the improvements. Staff also requests Board authorization for the District Administrator or Deputy District Administrator to execute change orders up to an aggregate amount of **5%** of the contract amount. Funding for this request is included in the approved project budget and is derived from the RCID 2016-2024 Transportation Projects Ad Valorem Bonds (**\$32,543,000.00**) and the RCID Series 2018-1 Utility Revenue Bonds (**\$591,000.00**). (**EXHIBIT D**)

Item 6B – World Drive North Phase III Electrical Infrastructure Relocation – Design Services

Mr. Herrick requested Board approval to execute a Work Authorization under Master Services Agreement #M000126 to **Fred Wilson & Associates, Inc.**, in the total amount of **\$197,010.00**, comprised of **\$192,710.00** in fees and **\$4,300.00** in reimbursable expenses in professional fees for design services associated with the relocation of electrical infrastructure in the World Drive North Phase III project. Funding for this request is included in the approved project budget and is derived from the RCID 2016-2024 Transportation Projects Ad Valorem Bonds. Mr. Herrick advised that he needed to make a correction to the numbers for this request and offered his apologies. Instead of \$197,010.00, the amount should be \$192,680.00 and instead of \$4,300.00, the number should be \$4,330.00. Mr. Classe advised that we are still finalizing the budget for the World Drive North Phase III project and anticipate bringing it to the June 24th BOS meeting. President Hames asked if there were any public comments on this request and there were none. Upon motion by Mr. Schoolfield and duly seconded, the Board unanimously approved the request. (**EXHIBIT E**)

Item 6C – Replacement of Chiller #2 at EPCOT CEP – Owner-Furnished Material

Mr. Herrick requested Board approval of Owner-Furnished Material (OFM) in the amount of **\$1,025,000.00** for the Replacement of Chiller #2 at EPCOT CEP project. Funding for this request is derived from the RCID 2018-2 Utility Revenue Bonds (Taxable). Mr. Herrick advised that this request is for the purchase of a 2,000 ton chiller and three 200,000 HP pumps. The reason for ordering this equipment so soon is that there is a 26-week lead time. Therefore, we will need to receive the materials before April as work is scheduled to be done by the end of April 2021. President Hames asked if there were any public comments on this request and there were none. Upon motion by Mr. Schoolfield and duly seconded, the Board unanimously approved the request.

Item 6D – Replacement of Chiller #2 at EPCOT CEP – RCES Soft Costs

Mr. Herrick requested Board approval of an amount Not-To-Exceed **\$30,000.00** for RCES engineering and construction support, including survey, submittal review and project inspection costs for the Replacement of Chiller #2 at EPCOT CEP project. This request includes Board authorization for RCID's and/or RCES's direct purchase of miscellaneous goods and ancillary professional services as necessary for the project. Funding for this request is derived from the RCID 2018-2 Utility Revenue Bonds (Taxable). Mr. Herrick advised that this request will get us through until next month when he will bring another request for the remainder of soft costs related to project inspection costs to the BOS. President Hames asked if there were any public comments on this request and there were none. Upon motion by Mr. Schoolfield and duly seconded, the Board unanimously approved the request.

Item 6E – Bonnet Creek Resort Community Development District and RCID – Settlement Agreement

Ms. Kolbo requested Board approval of a Settlement Agreement between the **Bonnet Creek Resort Community Development District** and the Reedy Creek Improvement District and authorization for the District Administrator to execute said agreement and all documents attached therein. The purpose of the Settlement Agreement is to allow for the payment of consideration and the orderly exchange of fee simple title and easements adjacent to the EPCOT Interchange. Funding for this request is included in the approved project budget and is derived from the RCID 2016-2024 Transportation Projects Ad Valorem Bonds. Ms. Kolbo advised that this request is for a location in the vicinity of the EPCOT Interchange to the west along Buena Vista Drive. President Hames asked if there were any public comments on this request and there were none. Upon motion by Mr. Schoolfield and duly seconded, the Board unanimously approved the request.

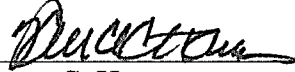
7. OTHER BUSINESS

President Hames then asked if there was any further business to discuss.

Mr. Classe advised that the next BOS meeting will take place on June 24th at 9:30 a.m. and will be a virtual meeting.

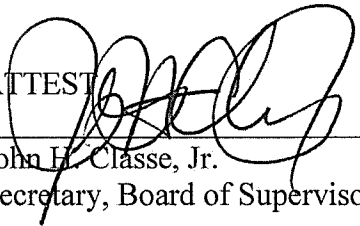
Mr. Classe advised that today's Final Thought is from Joshua Marine, Author, "*Challenges are what make life interesting, and overcoming them is what makes life meaningful.*"

There being no further business to come before the Board, the meeting was adjourned at 10:48 a.m.



Laurence C. Hames
President, Board of Supervisors

ATTEST



John H. Classe, Jr.
Secretary, Board of Supervisors