

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 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.

**COPPERSTONE
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Copperstone Community Development District was held on **Thursday, February 23, 2017 at 4:30 p.m.** at the Copperstone Clubhouse located at 8145 115th Avenue East, Parrish, FL 34219.

Present and constituting a quorum:

Amy Tran	Board Supervisor, Chairman
Dan Kiran	Board Supervisor, Vice Chairman
Gerard Litrenta	Board Supervisor, Assistant Secretary
Ryan Stulman	Board Supervisor, Assistant Secretary
Barry Schlotzhauer	Board Supervisor, Assistant Secretary

Also present were:

Joseph Roethke	District Manager, Rizzetta & Company, Inc.
John Vericker	District Counsel, Straley & Robin
Denise Greer	District Engineer, King Engineer, Inc.
Amanda Miller	Aquatic Systems
Robbie Cox	MBS Capital Markets
Bre Parker	Financial Analyst, Rizzetta & Co. (via phone)

Audience

FIRST ORDER OF BUSINESS

Call to Order

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

SECOND ORDER OF BUSINESS

Audience Comments on Agenda Items

There were no audience comments.

THIRD ORDER OF BUSINESS

**Consideration of the Minutes of the
Board of Supervisors' Regular Meeting
held on January 26, 2017**

On a Motion by Ms. Tran, seconded by Mr. Kiran, with all in favor, the Board approved the Minutes of the Board of Supervisors' Regular meeting held on January 26, 2017 for the Copperstone Community Development District.

FOURTH ORDER OF BUSINESS

**Consideration of Operation and
Maintenance Expenditures for January
2017**

On a Motion by Ms. Tran, seconded by Mr. Kiran, with all in favor, the Board ratified the Operation and Maintenance Expenditures for January 2017 (\$15,014.49) for the Copperstone Community Development District.

FIFTH ORDER OF BUSINESS

Discussion Regarding Bond Refinancing

Mr. Cox discussed current Bond Refunding options with the Board, and provided a presentation with additional details. A discussion ensued and Mr. Cox entertained various questions from the Board. No formal Board action was taken.

(Mr. Cox and Ms. Parker left while the meeting was in progress at 4:59 p.m.)

SIXTH ORDER OF BUSINESS

**Presentation of Monthly Pond Inspection
Report**

Mr. Roethke presented the monthly pond inspection report and reviewed the details with the Board.

(Ms. Greer arrived while the meeting was in progress at 5:02 p.m.)

Ms. Miller discussed any issues presented in the report with the Board, and presented a cost sheet for future chemical midge fly treatments, broken down for each pond. A discussion ensued regarding potential midge treatments, and Ms. Miller will be providing proposals.

(Ms. Miller left while the meeting was in progress at 5:33 p.m.)

SEVENTH ORDER OF BUSINESS

**Consideration of Proposal for Parking
Lot Asphalt Paving**

Mr. Roethke presented several proposals for parking lot asphalt paving to the Board. A discussion ensued, but the Board took no action on these proposals at this time.

The Board discussed requesting information regarding an engineer's report from the Master HOA. Mr. Vericker will work on this.

Mr. Vericker will also reach out to the Townhome HOA attorney regarding the transfer of the parking areas.

EIGHTH ORDER OF BUSINESS

Discussion Regarding Use of Townhome Parking Areas

The Board discussed option for the use of the townhome area parking lots currently owned by the CDD. Mr. Vericker discussed options with the Board. This will be discussed further at the next meeting when additional information is available.

NINTH ORDER OF BUSINESS

Presentation of Bridge Inspection Report

Mr. Roethke presented the bridge inspection report to the Board. A discussion ensued. Ms. Tran presented additional questions that should be asked to the engineer that provided this report. Mr. Roethke will provide these to the engineer, and answers will be requested by the next meeting.

TENTH ORDER OF BUSINESS

Consideration of Proposals for District Counsel

Mr. Roethke presented several proposals for District Counsel to the Board. Ms. Tran submitted additional interview questions to be presented to the proposing counsels. This will be discussed at the next meeting.

ELEVENTH ORDER OF BUSINESS

Consideration of Proposal for Pressure Washing PVC Fences

Mr. Roethke presented proposals for pressure washing PVC fences to the Board. The Board requested proposals for pressure washing for all CDD PVC fencing.

TWELFTH ORDER OF BUSINESS

Staff Reports

A. District Counsel
No report.

B. District Engineer
Ms. Greer discussed a SWFWMD permit with the Board.

C. District Manager
Mr. Roethke stated that the next Board of Supervisors' Regular Meeting will be held on Thursday, March 23, 2017 at 4:30 p.m. at the Copperstone Clubhouse located at 8145 115th Avenue East, Parrish, FL 34219.

THIRTEENTH ORDER OF BUSINESS

Supervisor Requests

Ms. Tran asked about doing a survey for resident input on midge fly and other issues.

FOURTEENTH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Kiran, seconded by Mr. Schlotzhauer, with all in favor, the Board of Supervisors adjourned the meeting at 6:28 p.m. for Copperstone Community Development District.


Secretary/ Assistant Secretary


Chairman/ Vice Chairman

COPPERSTONE CDD

EXHIBIT TO 2-23-17 MINUTES:

Pressure Washing Proposal

Questions for Stirling

MBS Capital Presentation

Curb Appeal Power Washing Service

2711 124th Avenue East

Parrish, Florida 34219

941-479-4661 or cell 201-247-5864

Copperstone Sub-division Estimate:

Attention: Amy Tran

Power Wash both side of vinyl fencing in back of townhomes: We have a water tank installed on our truck we just need water supply:

\$1350.00 both sides of fence will be done and waste disposal area (Lift Area).

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Questions for Stirling

1. In the scope of services, you speak about evaluating all available documents. We know that most documentation was missing. What assumptions did you make in your review of the bridge? For example, what did you assume was the soil data, the pile length/depth, the pile driving data which normally indicates load bearing capacity?
2. Your proposal indicates that the CDD has requested your evaluation of the bridge's ability to safely support vehicular loads posted on the load limit signs. You did not list nor address our other safety concern as to whether emergency vehicles could be safely supported by the bridge as large emergency vehicles clearly would exceed the 36-ton maximum capacity.
3. You also have not listed nor addressed our question of whether the excessive loads of construction vehicles (Loaded Cement Trucks, Cranes, Load Dump Trucks etc.) could have caused accelerated damage to the wear deck and/or bridge at the hand of the developer.
4. You state that the drawings by York Bridge Concepts shows "...member sizes approximating the actual members used". How did they differ? Can you please provide your actual measurements of the "as-built" conditions and compare them to the design/approved for construction drawings? Are the differences materially significant? Did we get what we paid for?
5. You speak to and have photographs of a significant amount of "early wear" of the wear deck as well as what you have categorized as "over-tightening of bolts". Could any of these visual conditions really be the result of "overstressing" the bridge structure because of overloading with vehicles above the posted weight limits?
6. You speak of the need for added erosion protection, particularly in the "drainage channel over which the bridge spans". You recommend the installation of additional slope stabilization using "Rip Rap Stone". What are the standards for this type of construction and did the developer fail to adhere to any published standards? What are the risks of the missing slope stabilization you are recommending? Who would have been responsible for supervision/inspection of the bridge's construction as it proceeded, including pile driving logs, material approvals, bridge

assembly as well as soil stabilization methods?

7. You have opined that the wear deck is at the end of its useful life. The original plans are dated 12/01/05 and you have estimate finished construction some time in "2006+/-". You also reference an Inspection Report provided for your use dated 4/12/11. Work was clearly required when the bridge was only 4 to 6 years old in a community which was nowhere near completion. You also opined that the wear deck should have a life of 10 years but you photographically document what reasonable minds would consider to be "excessive wear". Back to the same basic question, in your professional opinion, was the bridge subjected to improper loads leading to premature wear?
8. You comment that Concrete or Asphalt are not considered suitable given the wood supporting substrate. That statement requires that you have calculated the estimated load bearing properties of the pile system as well as the load bearing properties of the supporting wood structural system. We would like those calculations, including all assumptions made, for the CDD files. Also, are you implying that the load bearing capacity of the wood structure is different from the estimated load bearing capacity of the pile system? If so, by how much based upon your calculations? You made a statement that concrete or asphalt should not be considered. Can you please state the allowable wear deck load in Pounds per Square Foot (PSF) based upon your calculations? Can you also please compare the typical Pounds per Square Foot Load of different wear deck systems (Concrete, Asphalt, Wood etc.) and report that information to the CDD?
9. You report cracks in the concrete approach slabs which you have attributed to shrinkage cracks. Are you able to state, without reservation, that the cracks do not also represent evidence of an overload condition? The developer has routinely used 2500 psi as well as some 4000-psi concrete throughout the project. Have you taken the maximum allowable bridge load of 36 tons for a 4-axle vehicle (8 tire locations, 8 load points) and assessed the fact that those loads could equate to a point load of about 9000 pounds across some estimated square inch area?
10. You speak to the fact that wear deck replacement is needed immediately

and requires additional investigations of deck materials to determine cost and life expectancies are also needed. You have categorized the present materials on the wear deck as "Pressure Treated" and later speak about "Various Pressure Treated Levels". The CCD board needs some clarification. Have you conducted any detailed "species" determinations of the existing construction or have you just relied on your visual observations? If only visual, do you believe detailed "species" determinations should be undertaken as part of any additional work scope authorized? Similarly, do you believe core sampling of the concrete approach slabs and compression testing of the same would help identify "defects and/or deficiencies" which may exist from original construction.

11. You recommend annual inspections as well as the need for additional professional services needed to properly remediate the bridge system now. You speak about additional soil stabilization requirements as well as wear deck replacement materials that need to be investigated. Can you please provide all the answers to our above questions as soon as possible? Can you also provide your quotation for the additional professional services which you recommend as being required as well as your schedule for the same if your firm is retained by the CDD moving forward?

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Copperstone Community Development District

Update Presentation to the Board of Supervisors
Regarding Refinancing Opportunities
February 23, 2017

Presented by

MBS Capital Markets, LLC

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152 Lincoln Avenue
Winter Park, FL 32789
(407) 622-0130

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

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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 2007 Bonds

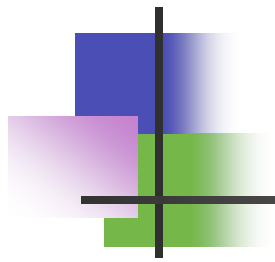
Series	Outstanding Principal	Coupon	Call Provisions	Call Premium	Final Maturity
2007	\$5,660,000	5.20%	5/1/17*	NA	5/1/2038

Estimated Annual Assessment Reduction

	Existing Series 2007 Annual Assmts	A- Rated Underwriting (1)(2)	% Reduction	Bank Placement 10 year lock 3.35% (1)	% Reduction	Years 11-20 5.20%
TH	\$300	\$288	3.83%	\$259	13.49%	\$297
SF 55'	\$825	\$793	3.83%	\$714	13.49%	\$816
SF 65'	\$975	\$938	3.83%	\$843	13.49%	\$964

Note: All amounts include the estimated 7% gross-up for early payment discounts and county costs per revised Manatee County fee schedule.

- (1) Assumes 50% of reserve used to satisfy deferred obligation
- (2) Based on current MMD scale. Annual savings approximately \$16,000 per year. 100% use of reserve would increase savings to approximately 5.5% or \$23,000 per year.



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.