ORDINANCE NO. 2014-44

AN ORDINANCE OF THE COUNTY OF ST. JOHNS, STATE OF FLORIDA, ESTABLISHING THE TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO CHAPTER 190, FLORIDA STATUTES (2014); NAMING THE DISTRICT; DESCRIBING THE EXTERNAL BOUNDARIES OF THE DISTRICT; DESCRIBING THE FUNCTIONS AND POWERS OF THE DISTRICT; DESIGNATING FIVE PERSONS TO SERVE AS THE INITIAL MEMBERS OF THE DISTRICT'S BOARD OF SUPERVISORS; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

RECITALS

WHEREAS, WFC Ashford Mills Owner VII, L.L.C. ("Petitioner"), having obtained written consent to the establishment of the District by the owner of 100 percent (100%) of the real property to be included in the District, petitioned the St. Johns County Board of Commissioners (the "County") to adopt an ordinance establishing the Trout Creek Community Development District (the "District") pursuant to Chapter 190, Florida Statutes (2014); and

WHEREAS, Petitioner is a Delaware limited liability company, authorized to conduct business in the State of Florida; and

WHEREAS, all interested persons and affected units of general-purpose local government were afforded an opportunity to present oral and written comments on the Petition at a duly noticed public hearing conducted by the County on October 21, 2014; and

WHEREAS, upon consideration of the record established at that hearing, the County determined that the statements within the Petition were true and correct, that the establishment of the District is not inconsistent with any applicable element or portion of the state comprehensive plan or the local government comprehensive plan, that the land within the District is of sufficient size, is sufficiently compact and sufficiently contiguous to be developable as a functionally interrelated community, that the District is the best alternative available for delivering community development services and facilities to the area served by the District, that the services and facilities of the District will not be incompatible with the capacity and uses of existing local and regional community development services and facilities, and that the area to be served by the District is amenable to separate special-district governance; and

WHEREAS, establishment of the District will constitute a timely, efficient, effective, responsive and economic way to deliver community development services in the area described in the Petition.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

SECTION 1. The above RECITALS are adopted as Findings of Fact in support of this Ordinance.

SECTION 2. AUTHORITY. This ordinance is enacted in compliance with and pursuant to the Uniform Community Development District Act of 1980, Chapter 190, Florida Statutes (2014).

SECTION 3. DISTRICT NAME. There is hereby established a Community Development District situated entirely within the unincorporated limits of St. Johns County, Florida, which District shall be known as the "Trout Creek Community Development District".

SECTION 4. EXTERNAL BOUNDARIES OF THE DISTRICT. The external boundaries of the District are described in Exhibit A attached hereto and incorporated by reference, the overall parcel containing 997.90 acres, more or less. There are no out parcels excluded within the external boundaries.

SECTION 5. FUNCTIONS AND POWERS. The general powers and functions of the District are described in Chapter 190, Florida Statutes. The District is also authorized to exercise additional powers to finance, fund, plan, establish, acquire, construct, reconstruct, enlarge or extend, equip, operate and maintain systems and facilities for 1) parks and facilities for indoor and outdoor recreational, cultural and educational uses; and 2) security, including but not limited to, guardhouses, fences and gates, electronic intrusion-detection systems, and patrol cars, as authorized and described in Section 190.012(2), Florida Statutes (2014).

SECTION 6. BOARD OF SUPERVISORS. The five persons designated to serve as initial members of the District's Board of Supervisors are as follows: Don Davis, Andrew Smith, Michael McCollum, Doug Davis and Henry Green. All of the above-styled persons are residents of the State of Florida and citizens of the United States of America.

SECTION 7. COUNTY OBLIGATIONS. Nothing in this Ordinance shall be deemed as acceptance by the St Johns County of any financial operational, maintenance, or any other responsibilities of the District.

SECTION 8. SEVERABILITY. If any provision of this ordinance or the application thereof is finally determined by court of competent jurisdiction to be illegal, invalid or unenforceable, such provisions shall be deemed to be severable and the remaining provisions shall continue in full force and effect provided that the illegal, invalid or unenforceable provision is not material to the logical and intended interpretation of this ordinance.

SECTION 9. EFFECTIVE DATE. This Ordinance shall take effect pursuant to Florida general law.

PASSED AND ENACTED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, THIS 21st DAY OF October, 2014.

BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA

BY: _____ October 28, 2014
John H. Morris, Chairperson **Rendition Date**

ATTEST: CHERYL STRICKLAND, CLERK

BY: _____
Deputy Clerk

EFFECTIVE DATE: _____

EXHIBIT A

A PORTION OF SECTIONS 26, 27, 34 AND 35, TOWNSHIP 5 SOUTH, RANGE 27 EAST, AND A PORTION OF THE FRANCIS BRADY GRANT, SECTION 41, TOWNSHIP 5 SOUTH, RANGE 27 EAST, ALL LYING IN ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHWEST CORNER OF SAID SECTION 26; THENCE SOUTH 89°14'47" EAST, ALONG THE NORTHERLY LINE OF SAID SECTION 26, A DISTANCE OF 655.90 FEET TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECODED IN OFFICIAL RECORDS BOOK 2314, PAGE 685 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY; THENCE SOUTH 03°29'33" EAST, ALONG LAST SAID LINE, 1154.78 FEET TO THE SOUTHERLY LINE OF LAST SAID LANDS; THENCE SOUTH 85°09'00" EAST, ALONG LAST SAID LINE, 145.03 FEET; THENCE NORTH 78°33'54" EAST, CONTINUING ALONG LAST SAID LINE, 500.12 FEET TO THE SOUTHEASTERLY LINE OF LAST SAID LANDS; THENCE NORTHEASTERLY, SOUTHEASTERLY, NORTHERLY AND EASTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING THIRTY TWO (32) COURSES AND DISTANCES: COURSE NO. 1: NORTH 52°40'27" EAST, 41.22 FEET; COURSE NO. 2: NORTH 53°33'31" EAST, 31.02 FEET; COURSE NO. 3: SOUTH 38°57'33" EAST, 25.33 FEET; COURSE NO. 4: NORTH 42°53'04" EAST, 35.19 FEET; COURSE NO. 5: NORTH 53°47'33" EAST, 38.47 FEET; COURSE NO. 6: NORTH 22°26'56" EAST, 24.36 FEET; COURSE NO. 7: NORTH 70°31'09" EAST, 39.22 FEET; COURSE NO. 8: NORTH 46°25'09" EAST, 36.60 FEET; COURSE NO. 9: NORTH 03°28'56" EAST, 24.13 FEET; COURSE NO. 10: NORTH 49°07'30" EAST, 42.38 FEET; COURSE NO. 11: NORTH 03°20'08" WEST, 42.33 FEET; COURSE NO. 12: NORTH 54°51'39" EAST, 45.82 FEET; COURSE NO. 13: NORTH 47°34'29" EAST, 45.48 FEET; COURSE NO. 14: NORTH 08°03'50" EAST, 45.24 FEET; COURSE NO. 15: NORTH 67°26'37" EAST, 43.71 FEET; COURSE NO. 16: NORTH 15°52'53" WEST, 36.12 FEET; COURSE NO. 17: NORTH 37°16'53" EAST, 35.86 FEET; COURSE NO. 18: NORTH 39°01'54" EAST, 50.17 FEET; COURSE NO. 19: NORTH 36°48'06" EAST, 40.28 FEET; COURSE NO. 20: NORTH 68°01'38" EAST, 35.50 FEET; COURSE NO. 21: NORTH 56°58'44" EAST, 46.70 FEET; COURSE NO. 22: NORTH 68°57'51" EAST, 40.12 FEET; COURSE NO. 23: NORTH 84°37'30" EAST, 48.86 FEET; COURSE NO. 24: NORTH 33°35'57" EAST, 49.48 FEET; COURSE NO. 25: NORTH 28°53'34" EAST, 96.82 FEET; COURSE NO. 26: NORTH 19°45'36" EAST, 55.57 FEET; COURSE NO. 27: NORTH 19°12'00" EAST, 50.71 FEET; COURSE NO. 28: NORTH 30°02'18" EAST, 47.91 FEET; COURSE NO. 29: NORTH 58°23'25" EAST, 44.64 FEET; COURSE NO. 30: NORTH 76°00'30" EAST, 60.03 FEET; COURSE NO. 31: NORTH 72°14'21" EAST, 61.00 FEET; COURSE NO. 32: NORTH 62°53'31" EAST, 47.35 FEET; THENCE NORTH 84°13'31" EAST, 212.20 FEET; THENCE SOUTH 44°50'18" EAST, 64.19 FEET; THENCE SOUTH 33°28'46" EAST, 69.89 FEET; THENCE SOUTH 12°36'34" EAST, 31.66 FEET; THENCE SOUTH 01°52'03" WEST, 213.60 FEET; THENCE SOUTH 09°22'31" EAST, 141.54 FEET; THENCE SOUTH 12°04'41" WEST, 144.79 FEET; THENCE SOUTH 12°54'05" WEST, 61.31

FEET; THENCE SOUTH 33°02'55" WEST, 414.64 FEET; THENCE SOUTH 41°33'24" WEST, 57.64 FEET; THENCE SOUTH 02°55'22" EAST, 505.63 FEET; THENCE SOUTH 07°13'08" EAST, 623.78 FEET; THENCE SOUTH 22°33'39" EAST, 51.70 FEET; THENCE SOUTH 05°13'05" EAST, 209.13 FEET; THENCE SOUTH 02°59'39" WEST, 363.45 FEET; THENCE SOUTH 22°09'16" WEST, 358.43 FEET; THENCE SOUTH 22°15'33" WEST, 478.79 FEET; THENCE SOUTH 16°32'29" WEST, 167.94 FEET; THENCE SOUTH 17°08'42" WEST, 36.71 FEET; THENCE SOUTH 18°34'55" WEST, 345.10 FEET; THENCE SOUTH 14°32'47" WEST, 23.57 FEET; THENCE SOUTH 22°53'01" WEST, 347.51 FEET; THENCE SOUTH 22°41'30" WEST, 132.28 FEET; THENCE SOUTH 06°25'43" EAST, 800.10 FEET; THENCE SOUTH 08°16'42" EAST, 362.23 FEET; THENCE SOUTH 01°10'56" EAST, 68.72 FEET; THENCE SOUTH 11°00'18" WEST, 265.12 FEET; THENCE SOUTH 19°43'22" WEST, 130.73 FEET; THENCE SOUTH 69°58'47" WEST, 360.89 FEET; THENCE SOUTH 08°29'46" WEST, 126.17 FEET; THENCE SOUTH 07°51'39" WEST, 151.95 FEET; THENCE SOUTH 16°34'15" WEST, 55.74 FEET; THENCE SOUTH 21°24'01" WEST, 95.62 FEET; THENCE SOUTH 21°38'11" WEST, 181.73 FEET; THENCE SOUTH 77°17'11" WEST, 42.66 FEET; THENCE SOUTH 74°29'35" WEST, 218.15 FEET; THENCE SOUTH 21°47'38" WEST, 277.81 FEET; THENCE SOUTH 75°31'41" EAST, 172.49 FEET; THENCE SOUTH 30°16'11" EAST, 81.21 FEET; THENCE SOUTH 31°46'54" EAST, 22.68 FEET; THENCE SOUTH 11°49'18" EAST, 95.86 FEET; THENCE NORTH 83°43'17" WEST, 355.58 FEET; THENCE SOUTH 79°38'55" WEST, 142.24 FEET; THENCE SOUTH 86°02'12" WEST, 82.03 FEET; THENCE NORTH 89°27'43" WEST, 66.38 FEET; THENCE SOUTH 02°28'06" WEST, 103.06 FEET; THENCE NORTH 85°09'37" EAST, 25.91 FEET; THENCE SOUTH 86°49'23" EAST, 14.75 FEET; THENCE SOUTH 53°29'43" EAST, 22.31 FEET; THENCE SOUTH 35°48'06" EAST, 90.70 FEET; THENCE NORTH 69°12'58" EAST, 155.19 FEET; THENCE SOUTH 81°59'03" EAST, 139.92 FEET; THENCE SOUTH 30°55'21" EAST, 131.56 FEET; THENCE SOUTH 26°51'25" EAST, 60.37 FEET; THENCE SOUTH 31°08'59" EAST, 198.95 FEET; THENCE SOUTH 68°51'01" WEST, 142.98 FEET; THENCE SOUTH 62°31'03" WEST, 135.88 FEET; THENCE SOUTH 59°17'21" WEST, 100.02 FEET; THENCE SOUTH 36°27'07" WEST, 56.59 FEET; THENCE SOUTH 14°07'56" WEST, 114.72 FEET; THENCE SOUTH 02°11'22" EAST, 59.13 FEET; THENCE SOUTH 00°00'00" EAST, 26.25 FEET; THENCE SOUTH 02°25'35" WEST, 219.92 FEET; THENCE SOUTH 05°47'23" WEST, 151.89 FEET; THENCE SOUTH 06°51'02" WEST, 149.54 FEET; THENCE SOUTH 01°42'41" EAST, 296.88 FEET; THENCE SOUTH 00°00'00" EAST, 46.21 FEET; THENCE SOUTH 05°32'08" EAST, 299.15 FEET; THENCE SOUTH 09°42'08" EAST, 58.67 FEET; THENCE SOUTH 16°34'50" EAST, 112.30 FEET; THENCE SOUTH 48°59'42" EAST, 43.18 FEET; THENCE SOUTH 33°18'59" EAST, 19.02 FEET; THENCE SOUTH 19°59'57" EAST, 19.03 FEET; THENCE SOUTH 03°19'14" EAST, 16.90 FEET; THENCE SOUTH 20°17'48" WEST, 81.93 FEET; THENCE SOUTH 36°16'40" WEST, 19.84 FEET; THENCE SOUTH 42°19'05" WEST, 163.74 FEET; THENCE SOUTH 29°16'15" EAST, 39.24 FEET; THENCE SOUTH

14°21'41" EAST, 21.26 FEET; THENCE SOUTH 01°36'54" EAST, 30.11 FEET; THENCE SOUTH 01°42'09" WEST, 225.52 FEET; THENCE SOUTH 05°48'42" WEST, 15.57 FEET; THENCE SOUTH 09°46'52" WEST, 117.48 FEET; THENCE SOUTH 15°05'44" EAST, 145.08 FEET TO THE NORTHERLY RIGHT OF WAY LINE OF COUNTY ROAD 16-A (A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED); THENCE SOUTH 89°01'33" WEST, ALONG LAST SAID LINE, 65.08 FEET; THENCE SOUTH 88°59'37" WEST, CONTINUING ALONG LAST SAID LINE, 2604.70 FEET; THENCE NORTH 01°00'23" WEST, 619.36 FEET; THENCE NORTH 36°41'14" EAST, 290.29 FEET; THENCE NORTH 57°07'42" WEST, 337.17 FEET; THENCE SOUTH 51°12'02" WEST, 126.50 FEET; THENCE SOUTH 32°42'48" WEST, 210.97 FEET; THENCE SOUTH 76°18'59" WEST, 199.96 FEET; THENCE SOUTH 21°18'14" WEST, 138.56 FEET; THENCE SOUTH 13°34'11" WEST, 47.01 FEET; THENCE SOUTH 63°30'13" WEST, 119.60 FEET; THENCE SOUTH 71°04'39" WEST, 490.74 FEET; THENCE SOUTH 17°38'16" WEST, 265.56 FEET; THENCE SOUTH 33°20'48" WEST, 136.15 FEET; THENCE SOUTH 88°59'37" WEST, 43.59 FEET TO THE EASTERLY LINE OF THE SOUTHWEST ONE-QUARTER OF THE SOUTHWEST ONE-QUARTER OF SAID SECTION 34; THENCE NORTH 02°49'00" WEST, ALONG LAST SAID LINE, 1311.37 FEET TO THE NORTHERLY LINE OF SAID SOUTHWEST ONE-QUARTER OF THE SOUTHWEST ONE-QUARTER OF SECTION 34; THENCE SOUTH 88°50'22" WEST, ALONG LAST SAID LINE, 42.44 FEET; THENCE NORTH 00°20'25" EAST, 212.74 FEET; THENCE NORTH 32°49'06" WEST, 154.08 FEET; THENCE SOUTH 87°17'02" WEST, 362.42 FEET; THENCE SOUTH 88°09'14" WEST, 125.55 FEET; THENCE NORTH 51°50'27" WEST, 81.98 FEET; THENCE NORTH 49°12'33" WEST, 95.65 FEET; THENCE NORTH 32°45'29" WEST, 19.33 FEET; THENCE NORTH 09°05'53" WEST, 17.90 FEET; THENCE NORTH 17°03'12" WEST, 446.49 FEET; THENCE NORTH 45°44'27" EAST, 555.70 FEET; THENCE NORTH 83°29'16" EAST, 212.93 FEET; THENCE NORTH 83°59'31" EAST, 116.40 FEET; THENCE SOUTH 89°15'54" EAST, 97.39 FEET; THENCE SOUTH 79°19'05" EAST, 150.77 FEET; THENCE NORTH 71°04'12" EAST, 160.26 FEET; THENCE NORTH 64°36'20" EAST, 119.01 FEET; THENCE NORTH 49°30'11" EAST, 153.41 FEET; THENCE NORTH 58°34'33" EAST, 95.54 FEET; THENCE NORTH 23°38'34" EAST, 67.62 FEET; THENCE NORTH 75°01'56" WEST, 603.93 FEET; THENCE NORTH 16°58'39" EAST, 178.40 FEET; THENCE NORTH 15°11'33" WEST, 43.75 FEET; THENCE NORTH 32°26'06" WEST, 20.91 FEET; THENCE NORTH 56°28'22" WEST, 42.62 FEET; THENCE NORTH 74°38'11" WEST, 39.58 FEET; THENCE SOUTH 81°11'14" WEST, 36.51 FEET; THENCE SOUTH 60°47'36" WEST, 29.17 FEET; THENCE SOUTH 40°16'36" WEST, 74.13 FEET; THENCE SOUTH 22°08'01" WEST, 46.91 FEET; THENCE SOUTH 32°07'04" WEST, 80.59 FEET TO THE ARC OF A CURVE LEADING NORTHWESTERLY; THENCE NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 1577.96 FEET, AN ARC DISTANCE OF 340.67 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 60°04'02" WEST, 340.01 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE

NORTH 53°52'56" WEST, 197.40 FEET; THENCE NORTH 36°07'04" EAST, 300.00 FEET; THENCE NORTH 53°52'56" WEST, 971.70 FEET TO THE EASTERLY LINE OF THE PLAT OF BREAKAWAY TRAILS, AS RECORDED IN MAP BOOK 49, PAGES 78 THROUGH 91, INCLUSIVE OF SAID PUBLIC RECORDS; THENCE NORTH 17°54'04" EAST, ALONG LAST SAID LINE, 51.32 FEET; THENCE NORTH 21°03'06" EAST, CONTINUING ALONG LAST SAID LINE AND THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 1287, PAGE 801, OF THE SAID PUBLIC RECORDS, A DISTANCE OF 1958.66 FEET; THENCE SOUTH 78°13'20" EAST, 20.36 FEET; THENCE SOUTH 50°20'23" EAST, 57.25 FEET; THENCE SOUTH 74°37'02" EAST, 65.11 FEET; THENCE SOUTH 36°37'19" EAST, 160.18 FEET; THENCE SOUTH 49°38'07" EAST, 69.24 FEET; THENCE SOUTH 27°55'04" EAST, 48.82 FEET; THENCE SOUTH 05°16'23" EAST, 216.06 FEET; THENCE SOUTH 08°49'30" EAST, 241.37 FEET; THENCE SOUTH 10°08'00" EAST, 48.01 FEET; THENCE SOUTH 11°27'09" EAST, 324.36 FEET; THENCE SOUTH 19°51'55" EAST, 48.16 FEET; THENCE SOUTH 01°12'58" WEST, 292.22 FEET; THENCE SOUTH 42°28'14" WEST, 621.07 FEET; THENCE SOUTH 59°45'55" WEST, 36.42 FEET; THENCE NORTH 86°57'59" WEST, 114.80 FEET; THENCE NORTH 43°48'19" WEST, 59.76 FEET; THENCE SOUTH 87°54'15" WEST, 267.83 FEET; THENCE SOUTH 35°39'49" WEST, 23.86 FEET; THENCE SOUTH 53°52'56" EAST, 748.41 FEET; THENCE NORTH 36°07'04" EAST, 500.00 FEET; THENCE SOUTH 53°52'56" EAST, 197.40 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 627.96 FEET, AN ARC DISTANCE OF 294.89 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 67°20'07" EAST, 292.19 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 80°47'19" EAST, 945.14 FEET; THENCE NORTH 09°12'41" EAST, 293.33 FEET; THENCE NORTH 25°46'42" WEST, 48.53 FEET; THENCE NORTH 19°23'36" WEST, 98.94 FEET; THENCE NORTH 12°37'43" WEST, 71.45 FEET; THENCE NORTH 12°28'08" EAST, 65.65 FEET; THENCE NORTH 09°02'37" EAST, 781.00 FEET; THENCE NORTH 26°24'11" EAST, 434.95 FEET; THENCE NORTH 60°58'52" EAST, 592.53 FEET; THENCE NORTH 45°13'40" EAST, 483.30 FEET; THENCE NORTH 06°48'06" EAST, 370.35 FEET; THENCE NORTH 04°13'21" WEST, 95.45 FEET; THENCE NORTH 10°40'44" EAST, 43.69 FEET; THENCE NORTH 36°55'49" EAST, 368.31 FEET; THENCE NORTH 62°13'53" WEST, 294.58 FEET; THENCE NORTH 74°34'14" WEST, 401.74 FEET; THENCE NORTH 56°13'46" WEST, 152.75 FEET; THENCE NORTH 52°45'43" WEST, 562.20 FEET; THENCE NORTH 56°47'31" WEST, 97.59 FEET; THENCE NORTH 27°53'45" WEST, 113.93 FEET; THENCE NORTH 36°42'23" WEST, 851.63 FEET; THENCE NORTH 03°00'55" WEST, 394.52 FEET; THENCE NORTH 05°54'41" EAST, 27.74 FEET; THENCE NORTH 01°03'55" EAST, 465.98 FEET; THENCE NORTH 08°08'14" EAST, 24.21 FEET; THENCE NORTH 68°41'56" WEST, 103.90 FEET TO THE AFORESAID EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK

1287, PAGE 801; THENCE NORTH 21°18'04" EAST, ALONG LAST SAID LINE, 1400.69 FEET TO THE NORTHERLY LINE OF SAID SECTION 27; THENCE NORTH 88°14'35" EAST, ALONG LAST SAID LINE, 527.09 FEET; THENCE SOUTH 19°04'37" EAST, 64.72 FEET; THENCE SOUTH 21°56'45" EAST, 162.68 FEET; THENCE SOUTH 19°48'52" EAST, 19.05 FEET; THENCE SOUTH 09°05'53" WEST, 18.00 FEET; THENCE SOUTH 27°50'40" WEST, 15.71 FEET; THENCE SOUTH 15°57'02" WEST, 186.31 FEET; THENCE SOUTH 16°08'46" EAST, 498.79 FEET; THENCE SOUTH 70°18'26" EAST, 106.81 FEET; THENCE SOUTH 42°46'12" EAST, 97.25 FEET; THENCE SOUTH 14°02'54" EAST, 19.04 FEET; THENCE SOUTH 00°00'00" EAST, 24.12 FEET; THENCE SOUTH 09°11'48" WEST, 35.83 FEET; THENCE SOUTH 16°52'21" WEST, 33.88 FEET; THENCE SOUTH 21°11'11" WEST, 201.91 FEET; THENCE SOUTH 06°56'26" EAST, 197.46 FEET; THENCE SOUTH 61°09'22" EAST, 316.49 FEET; THENCE NORTH 46°17'52" EAST, 27.61 FEET; THENCE NORTH 63°27'18" EAST, 20.85 FEET; THENCE NORTH 51°55'58" EAST, 117.72 FEET; THENCE SOUTH 68°34'01" EAST, 160.45 FEET; THENCE SOUTH 58°41'37" EAST, 27.79 FEET; THENCE SOUTH 26°57'48" EAST, 101.65 FEET; THENCE SOUTH 09°05'24" WEST, 339.90 FEET; THENCE SOUTH 56°48'01" EAST, 88.57 FEET; THENCE SOUTH 61°51'32" EAST, 106.61 FEET; THENCE SOUTH 76°50'37" EAST, 622.83 FEET; THENCE NORTH 13°09'23" EAST, 69.87 FEET; THENCE NORTH 27°30'34" EAST, 56.79 FEET; THENCE NORTH 42°45'16" EAST, 68.62 FEET; THENCE NORTH 25°45'39" WEST, 190.40 FEET; THENCE NORTH 44°35'39" WEST, 36.20 FEET; THENCE NORTH 37°38'33" WEST, 144.80 FEET; THENCE NORTH 28°37'53" WEST, 23.63 FEET; THENCE NORTH 14°02'53" EAST, 19.43 FEET; THENCE NORTH 25°48'22" EAST, 84.41 FEET; THENCE NORTH 19°36'10" EAST, 166.95 FEET; THENCE NORTH 08°29'10" EAST, 284.08 FEET; THENCE NORTH 49°19'27" WEST, 138.23 FEET; THENCE NORTH 43°15'47" WEST, 117.33 FEET; THENCE NORTH 67°56'58" WEST, 93.63 FEET; THENCE NORTH 57°56'13" WEST, 69.04 FEET; THENCE NORTH 55°22'21" WEST, 196.28 FEET; THENCE NORTH 00°53'15" WEST, 144.59 FEET; THENCE NORTH 14°27'21" EAST, 269.12 FEET; THENCE NORTH 15°26'02" EAST, 353.27 FEET; THENCE NORTH 07°58'35" EAST, 26.25 FEET; THENCE NORTH 43°57'45" EAST, 270.05 FEET TO THE AFORESAID NORTHERLY LINE OF SECTION 27; THENCE NORTH 88°14'35" EAST, ALONG LAST SAID LINE, 291.07 FEET TO THE POINT OF BEGINNING.

CONTAINING 997.90 ACRES, MORE OR LESS.

Hopping Green & Sams

Attorneys and Counselors

July 28, 2013

Via Hand Delivery
Ms. Teresa Bishop
St. Johns County Planning Department
4040 Lewis Speedway
St. Augustine, Florida 32084

Dear Ms. Bishop:

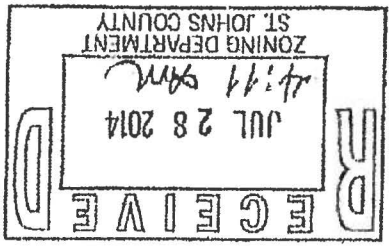
Enclosed please find a courtesy copy of the Petition to Establish the Trout Creek Community Development District. The original petition and filing fee have been filed with the County Clerk, with copies being contemporaneously delivered to the County Administrator and County Attorney's Office.

We look forward to working with you and your staff during this establishment process. If you have any questions, or if we may provide any further assistance, please do not hesitate to contact us.

Sincerely,

Katie S. Buchanan

Enclosure



Post Office Box 6526 Tallahassee, Florida 32314 119 S. Monroe Street, Suite 300 (32301) 850.222.7500 850.224.8551 fax www.hgslaw.com

BEFORE THE BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA

PETITION TO ESTABLISH THE
TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

Petitioner, WFC Ashford Mills Owner VII, L.L.C., (hereafter "Petitioner"), hereby petitions the St. Johns County Board of County Commissioners pursuant to the "Uniform Community Development District Act of 1980," Chapter 190, Florida Statutes, to establish a Community Development District (hereafter "District") with respect to the land described herein. In support of this petition, Petitioner states:

1. Location and Size. The proposed District is located entirely within St. Johns County, Florida. **Exhibit** 1 depicts the general location of the project. The proposed District covers approximately 997.90 acres of land. The site is generally located north of County Road 16A, southeast of County Road 210, and west of Interstate 95. The metes and bounds description of the proposed external boundaries of the District is set forth in **Exhibit 2.**

2. Excluded Parcels. There are no parcels within the external boundaries of the proposed District which are to be excluded from the District.

3. Landowner Consent. Petitioner has obtained written consent to establish the District from the owners of one hundred percent (100%) of the real property located within the boundaries of the proposed District, in accordance with Section 190.005, Florida Statutes (2013). Documentation of this consent is contained in **Exhibit 3.**

4. Initial Board Members. The five persons designated to serve as initial members of the Board of Supervisors of the proposed District are as follows:

Name: Don Davis
Address: 352 Paseo Reyes Drive
Saint Augustine, FL 32095

Name: Andrew Smith
Address: 352 Paseo Reyes Drive
Saint Augustine, FL 32095

Name: Michael McCollum
Address: 352 Paseo Reyes Drive
Saint Augustine, FL 32095

Name: Doug Davis
Address: Fletcher Management Company
1548 The Greens Way, Suite 4
Jacksonville, FL 32250

Name: Henry Green
Address: P.O. Box 1568
St Augustine, FL 32085-1568

All of the above-listed persons are residents of the state of Florida and citizens of the United States of America.

5. Name. The proposed name of the District is Trout Creek Community Development District.

6. Future Land Uses. The general distribution, location, and extent of the public and private future land uses proposed for the District, in accordance with the future land use plan element of the County's Future Land Use Plan, is identified in **Exhibit 4**. The proposed land uses for lands contained within the proposed District are consistent with the approved St. Johns County Future Land Use Plan.

7. Major Water and Wastewater Facilities. **Exhibit 5** shows the current major trunk water main, as well as the proposed master water and sewer plan within the District's boundaries.

8. District Facilities and Services. **Exhibit 6** describes the type of facilities Petitioner presently expects the District to finance, construct, acquire and/or install, the estimated costs of construction for the facilities, and the anticipated schedule of completion. These

facilities will serve the residential development within the District. Actual construction timetables and expenditures will likely vary, due in part to the effects of future changes in the economic conditions upon costs such as labor, services, materials, interest rates and market conditions.

9. Operation and Maintenance Entity. **Exhibit 7** identifies the anticipated entity responsible for the operation and maintenance of the facilities identified in Exhibit 6. In the event the District is unable or unwilling to continue as the owner and entity responsible for the maintenance of the facilities described in Exhibit 6, the Shearwater Homeowners Association, Inc. will assume such rights and obligations.

10. Statement of Estimated Regulatory Costs. **Exhibit 8** is the statement of estimated regulatory costs ("SERC") prepared in accordance with the requirements of Section 120.541, Florida Statutes (2013). The SERC is based upon presently available data. The data and methodology used in preparing the SERC accompany it.

11. Authorized Agent. The Petitioner is authorized to do business in Florida. **Exhibit 9** identifies the authorized agent for the Petitioner. Copies of all correspondence and official notices should be sent to:

Jonathan T. Johnson (jonathanj@hgslaw.com)
Katie S. Buchanan (katieb@hgslaw.com)
HOPPING GREEN & SAMS, P.A.
119 South Monroe Street, Suite 300 (32301)
P.O. Box 6526
Tallahassee, FL 32314

12. This petition to establish the Trout Creek Community Development District should be granted for the following reasons:

a. Establishment of the District and all land uses and services planned within the proposed District are not inconsistent with applicable elements or portions of the effective State Comprehensive Plan or the St. Johns County Comprehensive Plan.

b. The area of land within the proposed District is part of a planned community. It is of a sufficient size and is sufficiently compact and contiguous to be developed as one functional and interrelated community.

c. The establishment of the District will prevent the general body of taxpayers in St. Johns County from bearing the burden for installation of the infrastructure and the maintenance of certain facilities within the development encompassed by the District. The District is the best alternative for delivering community development services and facilities to the proposed community without imposing an additional burden on the general population of the local general-purpose government. Establishment of the District in conjunction with a comprehensively planned community, as proposed, allows for a more efficient use of resources.

d. The community development services and facilities of the District will not be incompatible with the capacity and use of existing local and regional community development services and facilities. In addition, the establishment of the District will provide a perpetual entity capable of making reasonable provisions for the operation and maintenance of the District's services and facilities.

e. The area to be served by the proposed District is amenable to separate special-district government.

WHEREFORE, Petitioner respectfully requests the County Commission of St. Johns County, Florida to:

a. schedule a public hearing in accordance with the requirements of Section 190.005(2)(b), Florida Statutes (2013);

b. grant the petition and adopt an ordinance establishing the District pursuant to Chapter 190, Florida Statutes;

c. consent to the District exercise of certain additional powers to finance, plan, establish, acquire, construct, reconstruct, enlarge or extend, equip, operate and maintain systems and facilities for: (1) parks and facilities for indoor and outdoor recreational, cultural and educational uses; and (2) security, including but not limited to, guardhouses, fences and gates, electronic intrusion-detection systems, and patrol cars, both as authorized and described by Section 190.012(2), Florida Statutes; and

d. grant such other relief as appropriate.

RESPECTFULLY SUBMITTED, this 28th day of July, 2014.

HOPPING GREEN & SAMS, P.A.

BY: Katie O. Buchanan

Jonathan T. Johnson (FBN 986460)
Katie S. Buchanan (FBN 14196)
119 South Monroe Street, Suite 300 (32301)
Post Office Box 6526
Tallahassee, FL 32314
(850) 222-7500 (telephone)
(850) 224-8551 (facsimile)

Attorneys for Petitioner

PETITION TO ESTABLISH THE TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

Submitted By:

Jonathan T. Johnson
Florida Bar No. 986460
Katie S. Buchanan
Florida Bar No. 14196
119 S. Monroe Street, Suite 300
Post Office Box 6526
Tallahassee, Florida 32314
(850) 222-7500
Attorneys for Petitioner

BEFORE THE BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA

PETITION TO ESTABLISH THE
TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

Petitioner, WFC Ashford Mills Owner VII, L.L.C., (hereafter "Petitioner"), hereby petitions the St. Johns County Board of County Commissioners pursuant to the "Uniform Community Development District Act of 1980," Chapter 190, Florida Statutes, to establish a Community Development District (hereafter "District") with respect to the land described herein. In support of this petition, Petitioner states:

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HOPPING GREEN & SAMS, P.A.
119 South Monroe Street, Suite 300 (32301)
P.O. Box 6526
Tallahassee, FL 32314

12. This petition to establish the Trout Creek Community Development District should be granted for the following reasons:

a. schedule a public hearing in accordance with the requirements of Section 190.005(2)(b), Florida Statutes (2013);

b. grant the petition and adopt an ordinance establishing the District pursuant to Chapter 190, Florida Statutes;

c. consent to the District exercise of certain additional powers to finance, plan, establish, acquire, construct, reconstruct, enlarge or extend, equip, operate and maintain systems and facilities for: (1) parks and facilities for indoor and outdoor recreational, cultural and educational uses; and (2) security, including but not limited to, guardhouses, fences and gates, electronic intrusion-detection systems, and patrol cars, both as authorized and described by Section 190.012(2), Florida Statutes; and

d. grant such other relief as appropriate.

RESPECTFULLY SUBMITTED, this 28th day of July, 2014.

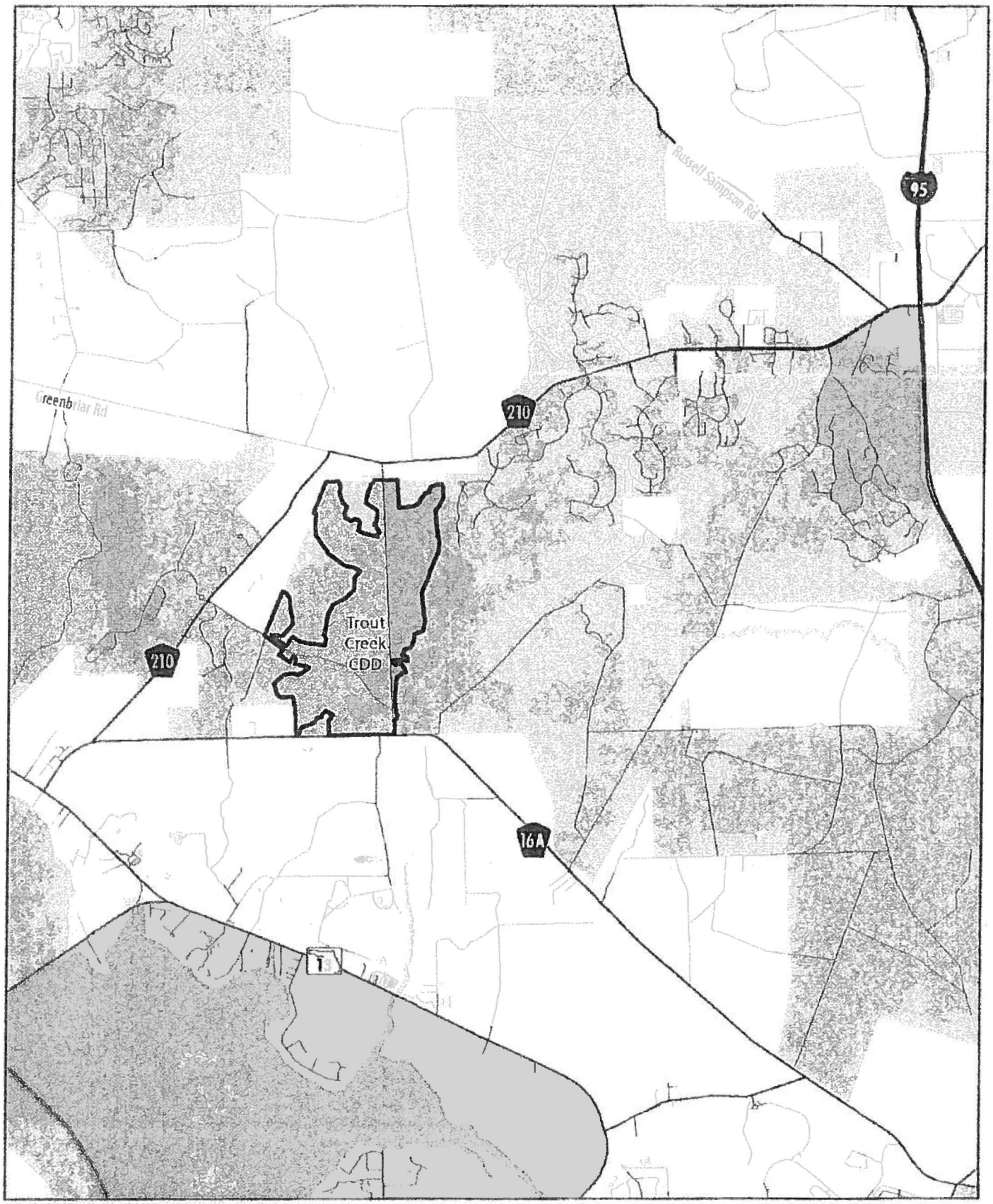
HOPPING GREEN & SAMS, P.A.

BY: Katie O. Buch

Jonathan T. Johnson (FBN 986460)
Katie S. Buchanan (FBN 14196)
119 South Monroe Street, Suite 300 (32301)
Post Office Box 6526
Tallahassee, FL 32314
(850) 222-7500 (telephone)
(850) 224-8551 (facsimile)

Attorneys for Petitioner

EXHIBIT 1



TROUT CREEK
Community Development District

Exhibit 1
General Location

July 25, 2014

WFC ASHFORD MILLS
OWNER VII L.L.C

PROSSER

EXHIBIT 3

CONSENT AND JOINDER TO ESTABLISHMENT OF A COMMUNITY DEVELOPMENT DISTRICT

The undersigned is the owner of certain lands more fully described in **Exhibit A** attached hereto and made a part hereof ("Property").

The undersigned understands and acknowledges that WFC Ashford Mills Owner VII, L.L.C. ("Petitioner") intends to submit an application to establish a Community Development District in accordance with the provisions of Chapter 190 of the Florida Statutes.

As the owner of lands which are intended to constitute the Community Development District, the undersigned understands and acknowledges that pursuant to the provisions of Section 190.005, *Florida Statutes*, the Petitioner is required to include the written consent to the establishment of the Community Development District of one hundred percent (100%) of the owners of the lands to be included within the Community Development District.

The undersigned hereby consents to the establishment of the Community Development District which will include the Property within the lands to be a part of the Community Development District and agrees to further execute any documentation necessary or convenient to evidence this consent and joinder during the application process for the establishment of the Community Development District.

The undersigned acknowledges that the consent will remain in full force and effect until the Community Development District is established or three years from the date hereof, which ever shall first occur. The undersigned further agrees that it will provide to the next purchaser or successor in interest of all or any portion of the Property a copy of this consent form and obtain, if requested by Petition, a consent to establishment of the Community Development District in substantially this form.

The undersigned hereby represents and warrants that it has taken all actions and obtained all consents necessary to duly authorize the execution of this consent and joinder by the person executing this instrument.

[*signatures on following page*]

Executed this 25th day of July, 2014.

Witnessed:

Print Name: Elaine Borowski

Print Name: melinda m. mitchell

WFC ASHFORD MILLS OWNER VII, L.L.C.,
a Delaware limited liability company

By: WFC Ashford Mills Holdings JV VII, L.L.C., a Delaware limited liability company, its Sole Member

By: WFC Ashford Mills Investors VII, L.L.C., a Delaware limited liability company, its Managing Member

By: Walton Acquisition REOC Holdings VII, L.L.C., a Delaware limited liability company, its Sole Member

By: Walton Street Real Estate Fund VII-Q, L.P., a Delaware limited partnership, its Managing Member

By: Walton Street Managers VII, L.P., a Delaware limited partnership, its General Partner

By: WSC Managers VII, Inc., a Delaware corporation, its General Partner

By: Matthew R. Gross
Its: Vice President

STATE OF Illinois
COUNTY OF Cook

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared Matthew R. Gross, Vice President of WSC Managers VII, Inc., General Partner of Walton Street Managers VII, L.P., General Partner of Walton Street Real Estate Fund VII-Q, L.P., Managing Member of Walton Acquisition REOC Holdings VII, L.L.C., Sole Member of WFC Ashford Mills Investors VII, L.L.C., Managing Member of WFC Ashford Mills Holdings JV VII, L.L.C., Sole Member of WFC Ashford Mills Owner VII, L.L.C., who executed the foregoing instrument, acknowledged before me that he executed the same on behalf of the foregoing entity and was identified in the manner indicated below.

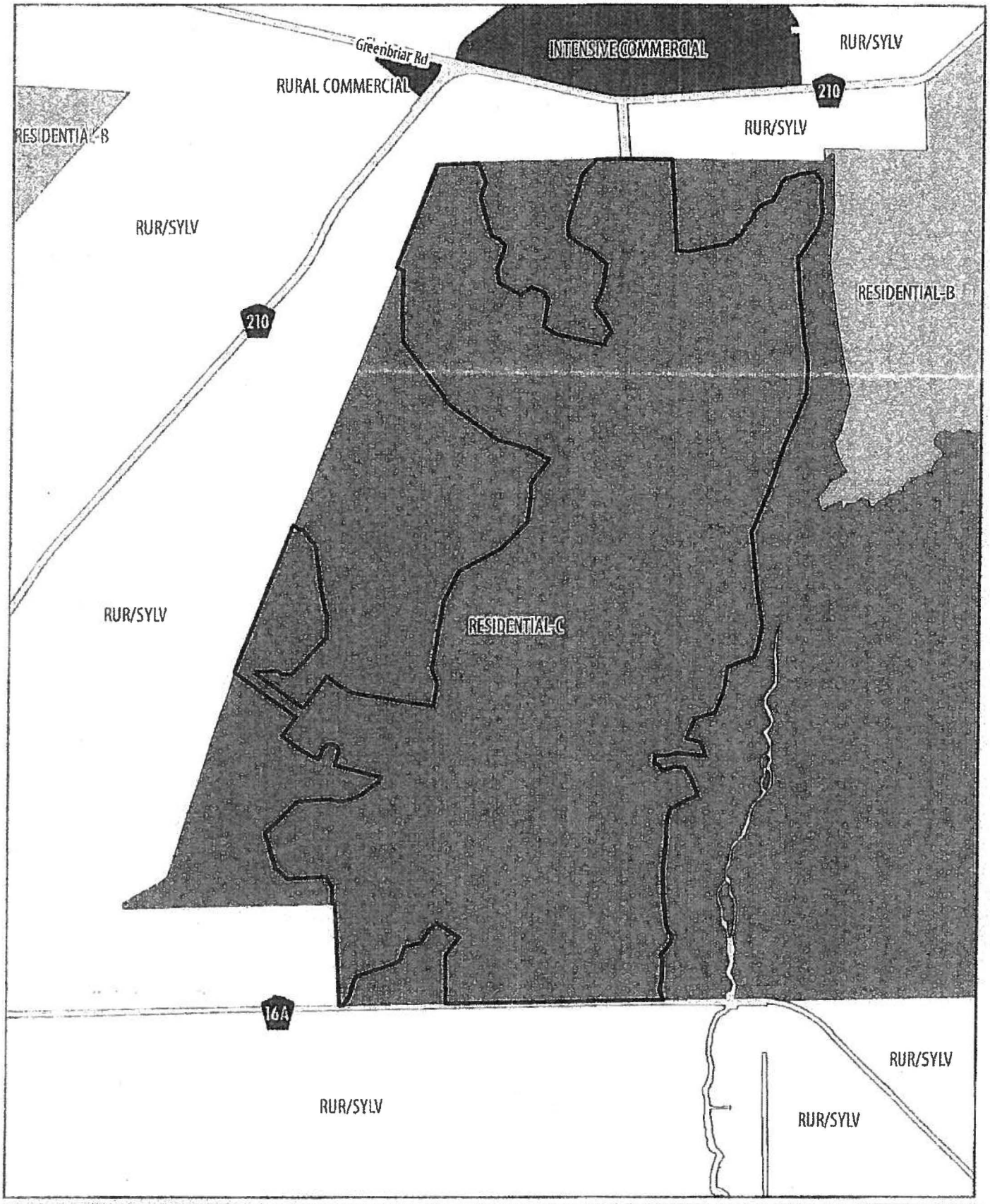
Witness my hand and official seal in the County of Cook and State of Illinois this 25th day of July, 2014.

OFFICIAL SEAL
IRENE SUTHAROJANA
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:09/16/17

Notary Public

Personally known: ✓
Produced Identification: _____
Type of Identification: _____

EXHIBIT 4



TROUT CREEK
Community Development District

Exhibit 4
Future Land Use Map

0 1,250 2,500 Feet

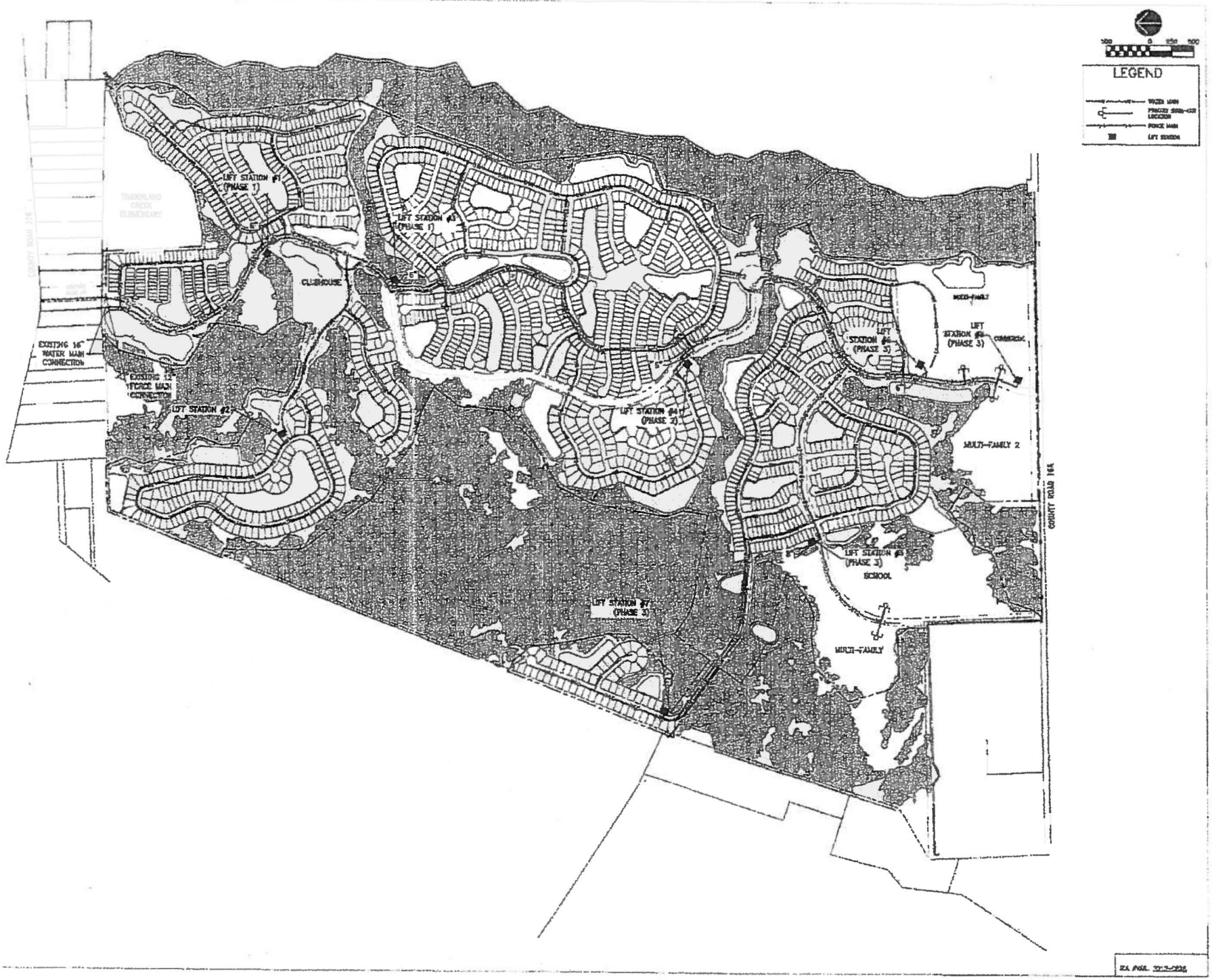
July 25, 2014

WFC ASHFORD MILLS OWNER VII L.L.C

PROSSER™

Project No.: 13034.01

EXHIBIT 5



PROSSER
Creativity - Management - Energy - Relationships
3801 Sunset Park Drive South, Suite 220
Jacksonville, Florida 32224-8220
Office 904.730.3625
Fax 904.730.34
Florida Certificate of Authorization Number 00014080

TROUT CREEK
Community Development District

DATE : March 14, 2014
PROJECT NO. : 113034.61
DESIGNED BY :
DRAWN BY :
SCALE : AS NOTED

No.	Date	Revision
1	03/12/14	ISSUED FOR PRELIMINARY REVIEW

THIS DRAWING NOT RELEASED FOR CONSTRUCTION UNLESS SO NOTED ABOVE

SHEET TITLE

MAJOR WATER AND WASTEWATER FACILITIES

EXHIBIT 5
SHEET

EXHIBIT 6

Exhibit 6

Trout Creek CDD
St. Johns County, Florida

Estimate of Costs and Timetable of Construction

Infrastructure Improvements	Phase 1 2014-2017	Phase 2 2018-2021	Phase 3 2021-2024	Total Costs
Master Stormwater System	$ 1,206,435.74	$ 1,116,351.13	$ 1,316,046.03	$ 3,638,832.91
Water and Sewer System	$ 1,739,792.50	$ 448,707.50	$ 1,272,665.00	$ 3,461,165.00
Roadway Improvements	$ 1,332,938.89	$ 1,105,463.61	$ 1,296,003.33	$ 3,734,405.83
Master Utilities	$ 712,004.00	$ 597,470.70	$ 789,565.6	$ 2,099,040.30
Landscape and Hardscape Improvements	$ 1,811,683.07	$ 729,410.00	$ 776,280.00	$ 3,317,373.07
Recreation Improvements	$ 8,759,515.60	$ 1,416,816.12	$ 556,211.71	$10,732,543.42
				$26,983,360.53

EXHIBIT 7

Exhibit 7

Trout Creek CDD
St. Johns County, Florida

Infrastructure Improvements	Constructed By	Owner and Maintenance Entity
Master Stormwater System	CDD	CDD
Water and Sewer System	CDD	JEA
Roadway Improvements	CDD	CDD
Master Utilities	CDD	CDD
Landscape and Hardscape Improvements	CDD	CDD
Recreation Improvements	CDD	CDD

EXHIBIT 8

STATEMENT OF ESTIMATED REGULATORY COSTS

FOR

THE PETITION TO ESTABLISH THE TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

PREPARED BY:

RIZZETTA & COMPANY, INC.
3434 Colwell Ave., suite 200
Tampa, FL 33614
813 933-5571

July 25, 2014

TROUT CREEK
COMMUNITY DEVELOPMENT DISTRICT

STATEMENT OF ESTIMATED REGULATORY COSTS

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I. INTRODUCTION

1. PURPOSE AND SCOPE

This Statement of Estimated Regulatory Costs has been prepared as a component of the petition filed with the Board of County Commissioners of St. Johns County, Florida, to establish the Trout Creek Community Development District ("District") in accordance with Chapter 190.005, Florida Statutes ("F.S."). Specifically, Section 190.005(1)(a)8, F.S., requires that, as part of the petition, a Statement of Estimated Regulatory Costs be prepared pursuant to Section 120.541, F.S.

A community development district ("CDD") is established under the Uniform Community Development District Act of 1980, Chapter 190 of the Florida Statutes, as amended (the "Act"). A CDD is a local unit of special-purpose government that is limited to the performance of those specialized functions authorized by the Act. Those specialized functions consist of planning, financing, constructing and maintaining certain public infrastructure improvements and community development services. As an independent special district, the CDD's governing body establishes its own budget and, within the scope of its authorized powers, operates independently of the local general-purpose governmental entity (i.e., the county or the city) whose boundaries include the CDD.

However, a CDD cannot regulate land use or issue development orders; those powers reside with the local general-purpose government. The Legislature has, in Section 190.004(3), F.S., made this clear by stating:

> *The establishment of an independent community development district as provided in this act is not a development order within the meaning of chapter 380. All governmental planning, environmental, and land development laws, regulations, and rules apply to all development of the land within a community development district. Community development districts do not have the power of a local government to adopt a comprehensive plan, building code, or land development code, as those terms are defined in the Local Government Comprehensive Planning and Local Development Regulation Act. A district shall take no action which is inconsistent with applicable comprehensive plans, rules,*

> *or regulations of the applicable local general-purpose government.*

In addition, the parameters for the review and evaluation of community development district petitions are clearly set forth in Section 190.002(2)(d), F.S., as follows:

> *That the process of establishing such a district pursuant to uniform general law be fair and based only on factors material to managing and financing the service-delivery function of the district, so that any matter concerning permitting or planning of the development is not material or relevant.*

Therefore, the scope of this Statement of Estimated Regulatory Costs is limited to an evaluation of those factors pertinent to the establishment of a CDD as defined by the Legislature and outlined in Section 120.541(2), F.S.

The purpose of Chapter 190, F.S., is to provide another tool to government and private landowners in their efforts to comply with comprehensive plans which require adequate public facilities and services as a pre-condition for future development.

The CDD is a special purpose unit of local government that is established for the purpose of providing an alternative mechanism for financing the construction of public infrastructure. A CDD must be structured to be financially independent as intended by the Legislature. The cost of any additional public improvements to be constructed or any additional services to be provided by St. Johns County (the "County") as a result of this development will be incurred whether the infrastructure is financed through a CDD or any other alternative financing method. The annual operations and administrative costs of the CDD will be borne entirely by the District and will not require any subsidy from the State of Florida or the County, nor will it place any additional economic burden on those persons not residing within the District.

2. TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

The proposed District will encompass approximately 997.90 acres on which WFC Ashford Mills Owner VII, LLC (the "Petitioner") plans to develop its project ("Project"), which currently contemplates approximately 2,633 residential units.

The Petitioner is seeking authority, as outlined in Section 190.012, F.S., to establish the District in order to finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate and maintain systems, facilities and basic infrastructure that includes, but is not limited to: drainage, water management and control, water supply, sewer, wastewater management, bridges or culverts, roads and street lights, transportation facilities, conservation areas, parks and recreational facilities, security, or any other project, within or outside the boundaries of the District, required by a development order issued by a local government or subject of an agreement between the District and a governmental entity.

If approved, the District will be authorized to finance these types of infrastructure improvements through special assessment revenue bonds. Repayment of these bonds will be through non-ad valorem assessments levied against all benefited properties within the District. On-going operation and maintenance for District owned facilities is expected to be funded through maintenance assessments levied against all benefited properties within the District.

II. STATUTORY ITEMS:

Section 120.541(2), F.S. (2013), in pertinent part, provides that the elements a Statement of Estimated Regulatory Costs must contain as follows:

(a) An economic analysis showing whether the rule directly or indirectly:

1. Is likely to have an adverse impact on economic growth, private sector job creation or employment, or private sector investment in excess of $1 million in the aggregate within 5 years after the implementation of the rule;

2. Is likely to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of $1 million in the aggregate within 5 years after the implementation of the rule; or

3. Is likely to increase regulatory costs, including any transactional costs, in excess of $1 million in the aggregate within 5 years after the implementation of the rule.

(b) A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the rule.

(c) A good faith estimate of the cost to the agency, and to any other state and local government entities, of implementing and enforcing the proposed rule, and any anticipated effect on state or local revenues.

(d) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local government entities, required to comply with the requirements of the rule. As used in this section, "transactional costs" are direct costs that are readily ascertainable based upon standard business practices, and include filing fees, the cost of obtaining a license, the cost of equipment required to be installed or used or procedures required to be employed in complying with the rule, additional operating costs incurred, the cost of monitoring and reporting, and any other costs necessary to comply with the rule.

(e) An analysis of the impact on small businesses as defined by s. 288.703, and an analysis of the impact on small counties and small cities as defined in s. 120.52. The impact analysis for small businesses must include the basis for the agency's decision not to implement alternatives that would reduce adverse impacts on small businesses.

(f) Any additional information that the agency determines may be useful.

(g) In the statement or revised statement, whichever applies, a description of any regulatory alternatives submitted under paragraph (1)(a) and a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed rule.

The estimated regulatory impact of establishing the District is summarized below. Statutory requirements are **SHOWN IN BOLD CAPS.**

1. AN ECONOMIC ANALYSIS SHOWING WHETHER THE ORDINANCE DIRECTLY OR INDIRECTLY:

A. IS LIKELY TO HAVE AN ADVERSE IMPACT ON ECONOMIC GROWTH, PRIVATE SECTOR JOB CREATION OR EMPLOYMENT, OR PRIVATE SECTOR INVESTMENT IN EXCESS OF $1 MILLION IN THE AGGREGATE WITHIN 5 YEARS AFTER THE IMPLEMENTATION OF THE RULE;

Practically, the District, as a "special purpose" entity, does not have the legal authority or operational ability to adversely impact economic growth, job creation, or investment. The Project and its related permits and entitlements exist independently of the proposed District. The improvements and services proposed to be provided by the District will be required for successful implementation of the Project regardless of whether or not the District is established. However, it is expected that any economic impact would be positive in nature, particularly in the short term. Establishment of the District will enable the anticipated construction of public infrastructure improvements, which will yield a demand for construction labor and professional consultants. Additionally, the District may choose to finance improvements by the issue of special assessment revenue bonds, which may be an attractive investment for investors. Furthermore, establishment would be expected to have a positive impact on property values and local real estate sales. See generally Sections 3(b) and 5 below. Thus, there will be no adverse impact on economic growth, private sector job creation or employment, or private sector investment as a result of the establishment of the District.

B. IS LIKELY TO HAVE AN ADVERSE IMPACT ON BUSINESS COMPETITIVENESS, INCLUDING THE ABILITY OF PERSONS DOING BUSINESS IN THE STATE TO COMPETE WITH PERSONS DOING BUSINESS IN OTHER STATES OR DOMESTIC MARKETS, PRODUCTIVITY, OR INNOVATION IN EXCESS OF $1 MILLION IN THE AGGREGATE WITHIN 5 YEARS AFTER THE IMPLEMENTATION OF THE RULE;

Any impact on overall business competitiveness and/or innovation resulting from District establishment will presumably be positive in nature. All professional contributors to creation of the District and anticipated resulting developmental efforts are expected to be either locally or state-based. Once complete, the Project would likely create opportunities for the local real estate industry. Thus, there will be no adverse impact on

business competitiveness because of the formation of the proposed District. See generally Section 5 below.

c. OR IS LIKELY TO INCREASE REGULATORY COSTS, INCLUDING ANY TRANSACTIONAL COSTS, IN EXCESS OF $1 MILLION IN THE AGGREGATE WITHIN 5 YEARS AFTER THE IMPLEMENTATION OF THE RULE.

A dramatic increase in overall regulatory or transaction costs is highly unlikely. As will be stated in further detail below, the County may incur incidental administrative costs in reviewing the documents germane to the establishment of the District, although these will be recouped by the establishment fee paid to the County.

The District will incur overall operational costs related to services for infrastructure maintenance, landscaping, and similar items. In the initial stages of development, the costs will likely be minimized. These operating costs will be funded by the landowners through direct funding agreements or special assessments levied by the District. Similarly, the District may incur costs associated with the issuance and repayment of special assessment revenue bonds. While these costs in the aggregate may approach the stated threshold over a five year period, this would not be unusual for a Project of this nature and the infrastructure and services proposed to be provided by the District will be needed to serve the Project regardless of the existence of the District. Thus, the District-related costs are not additional development costs. Due to the relatively low cost of financing available to districts due to the tax-exempt nature of its debt, certain improvements can be provided more efficiently by the District than by alternative entities. Furthermore, it is important to remember that such costs would be funded through special assessments paid by landowners within the District, and would not be a burden on the taxpayers outside the District.

See generally Section 3 and 4 below.

2. A GOOD FAITH ESTIMATE OF THE NUMBER OF INDIVIDUALS AND ENTITIES LIKELY TO BE REQUIRED TO COMPLY WITH THE ORDINANCE, TOGETHER WITH A GENERAL DESCRIPTION OF THE TYPES OF INDIVIDUALS LIKELY TO BE AFFECTED BY THE ORDINANCE:

The individuals and entities likely to be required to comply with the ordinance or affected by the proposed action (i.e., adoption of the ordinance) can be categorized, as follows: 1) The State of Florida and its residents, 2) the County and its residents, 3) current property owners, and 4) future property owners.

a. The State of Florida

The State of Florida and its residents and general population will not incur any compliance costs related to the establishment and on-going administration of the District, and will only be affected to the extent that the State incurs those nominal administrative costs outlined in Section 3(a)(2) below. The cost of any additional administrative services provided by the state as a result of this Project will be incurred whether the infrastructure is financed through a CDD or any alternative financing method.

b. St. Johns County

The County and its residents not residing within the boundaries of the District will not incur any compliance costs related to the establishment and on-going administration of the CDD other than any one-time administrative costs outlined in Section 3(a)(1) below. Once the District is established, these residents will not be affected by adoption of the ordinance. The cost of any additional administrative services provided by the County as a result of this development will be incurred whether the infrastructure is financed through a CDD or any alternative financing method.

c. Current Property Owners

The current property owners of the lands within the proposed District boundaries will be affected to the extent that the District allocates debt for the construction of infrastructure and undertakes operation and maintenance responsibility for that infrastructure.

d. Future Property Owners

The future property owners are those who will own property in proposed District. These future property owners will be affected to the extent that

the District allocates debt for the construction of infrastructure and undertakes operation and maintenance responsibility for that infrastructure.

3. **A GOOD FAITH ESTIMATE OF THE COST TO THE AGENCY, AND TO ANY OTHER STATE AND LOCAL ENTITIES, OF IMPLEMENTING AND ENFORCING THE PROPOSED ORDINANCE, AND ANY ANTICIPATED EFFECT ON STATE AND LOCAL REVENUES:**

a. Costs to Governmental Agencies of Implementing and Enforcing the Ordinance

1. St. Johns County (The "Agency")

Because the CDD encompasses less than 1,000 acres, this petition is being submitted to St. Johns County (i.e., the "Agency" under Section 120.541(2), F.S.) for approval in accordance with Section 190.005(2), F.S. The Agency may incur certain one-time administrative costs involved with the review of this petition, although this will be offset by the District's payment of a one-time filing fee.

Once the District has been established, the County will not incur any quantifiable on-going costs resulting from the on-going administration of the District. As previously stated, the CDD operates independently from the County and all administrative and operating costs incurred by the District relating to the financing and construction of infrastructure are borne entirely by the District. The District will submit, for informational purposes, its annual budget, financial report, audit and public financing disclosures to the County. Since there are no legislative requirements for review or action, the County should not incur any costs. The Agency may, however, choose to review these documents.

2. State of Florida

Once the District has been established, the State of Florida will incur only nominal administrative costs to review the periodic reports required pursuant to Chapters 190 and 189, F.S. These reports include the annual financial report, annual audit and public financing disclosures. To offset these costs, the Legislature has established a maximum fee of $175 per District per year to pay the costs incurred by

the Department of Economic Opportunity to administer the reporting requirements of Chapter 189, F.S. This amount would be funded by District revenues. Because the District, as defined in Chapter 190, F.S., is designed to function as a self-sufficient special-purpose governmental entity, it is responsible for its own management. Therefore, except for the reporting requirements outlined above, or later established by law, no additional burden is placed on the State once the District has been established.

3. The District

The District will also incur costs for operations and maintenance of its facilities and for its administration. These costs will be completely paid for from annual assessments against all properties within the District benefiting from its facilities and its services.

b. Impact on State and Local Revenues

It is anticipated that approval of this petition will not have any negative effect on state or local revenues. The District is an independent unit of local government. It is designed to provide community facilities and services to serve the Project. It has its own sources of revenue. No State or local subsidies are required or expected. There is however, the potential for an increase in state sales tax revenue resulting from a stimulated economy although it is not possible to estimate this increase with any degree of certainty. In addition, local ad valorem tax revenues may be increased due to long-lasting increases in property values resulting from the District's construction of infrastructure and on-going maintenance services. Similarly, private development within the District, which will be facilitated by the District's activities, should have a positive impact on property values and therefore ad valorem taxes.

In addition, impact fee and development permit revenue is expected to be generated by private development within the District and, accordingly, should also increase local revenues.

Lastly, some express a concern that a District obligation could become a state or county obligation thereby negatively affecting state or local revenues. This cannot occur as Chapter 190 specifically addresses this

issue and expressly states: "It is further the purpose and intent of the Legislature that no debt or obligation of a district constitutes a burden on any local general-purpose government without its consent." Section 190.002(3), F.S. "A default on the bonds or obligations of a district shall not constitute a debt or obligation of a local general-purpose government or the state." Section 190.016(15), F.S.

In summary, establishing the Trout Creek Community Development District will not create any significant economic costs for the State of Florida or for the County.

4. **A GOOD FAITH ESTIMATE OF THE TRANSACTIONAL COSTS LIKELY TO BE INCURRED BY INDIVIDUALS AND ENTITIES, INCLUDING LOCAL GOVERNMENT ENTITIES, REQUIRED TO COMPLY WITH THE REQUIREMENTS OF THE ORDINANCE:**

The transactional costs associated with adoption of an ordinance to establish the District are primarily related to the financing of infrastructure improvements. The District will determine what infrastructure it considers prudent to finance through the sale of bonds.

The District plans to provide various community facilities and services to serve the properties within the District. These facilities and services, and the estimated costs associated with the provision of each, are outlined below in Table 1 below.

Table 1. Summary of Estimated Construction Costs for District Public Infrastructure Improvements

Description	Total
Master Stormwater System	$3,638,832.91
Water and Sewer System	$3,461,165.00
Roadway Improvements	$3,734,405.83
Master Utilities	$2,099,040.30
Landscape and Hardscape Improvements	$3,317,373.07
Recreation Improvements	$10,732,543.42
Total	**$26,983,360.53**

It is important to note that the various costs outlined in Table 1 are typical for developments of the type contemplated here. In other words, there is nothing peculiar about the District's financing estimates for the infrastructure. These costs are not in addition to normal Project costs.

Once the decision is made to issue bonds it is expected that assessments will be levied against benefited property owners within the proposed District. The revenue generated by payment of these assessments will be used to repay the bonds. The obligation to pay the assessments will "run with the land" and will be transferred to new property owners upon sale of any portions of the property. It should be noted that the District may not fund all of its planned public infrastructure improvements via the issuance of long-term bonds

To fund the cost of maintaining infrastructure that the District maintains, operation and maintenance assessments may be imposed on the District property owners. As with the special assessments for infrastructure acquisition and construction, the property owner will be responsible for payment of these assessments on the basis of the amount of benefited property owned.

All persons choosing to acquire property in the District will be responsible for such assessments in addition to the taxes or assessments imposed by the County or other taxing authorities.

In exchange for the payment of these special assessments, there are potential benefits to be derived by the future property owners. Specifically, these persons can expect to receive a higher level of services because they, the property owners, will elect the members of the District's Board of Supervisors. Further, the District is limited in jurisdiction and responsibility to this single development. Therefore, the District should be extremely responsive to the needs of the property owners within the District.

5. AN ANALYSIS OF THE IMPACT ON SMALL BUSINESSES AS DEFINED BY S. 288.703, AND AN ANALYSIS OF THE IMPACT ON SMALL COUNTIES AND SMALL CITIES AS DEFINED IN S. 120.52:

Establishing the District should not have any negative impact on small businesses. Any business, large or small, has the option of locating itself in a community development district provided the local governmental authority has issued the appropriate land use approvals. Those that choose this option will be

subject to the financial obligations imposed by the District and will accrue the benefits resulting from being in the District.

Furthermore, the District must operate according to Florida's "Sunshine" laws and must follow certain competitive bidding requirements for certain goods and services it will purchase. As a result, small businesses should be better able to compete for District business serving the lands to be included within the District.

A CDD does not discriminate in terms of the size of businesses that can be located within the boundaries or transact business with the District.

Establishment of the District should have a positive impact on the small businesses of the local economy. As outlined above, success of the Project should generate increased employment and stimulate economic activity in the area through increased construction expenditures related to infrastructure and private development, thus providing enhanced opportunity for small businesses.

St. Johns County is not defined as a small county for purposes of this requirement.

In addition, establishment of a CDD should not have a negative impact on small cities or counties, because the cost to construct the infrastructure is borne entirely by the property owners within the District.

6. ANY ADDITIONAL INFORMATION THAT THE AGENCY DETERMINES MAY BE USEFUL:

Certain data utilized in this report was provided by the Petitioner and represents the best information available at this time. Other data was provided by Rizzetta & Company and was based on observations, analysis and experience with private development and other Community Development Districts in various stages of existence.

Finally, it is useful to reflect upon the question of whether the proposed formation of the District is the best alternative to provide community facilities and services to the Project. As an alternative to the District, the County could finance the public infrastructure improvements, either directly or through the use of a County-controlled special taxing or assessment district. However, the County undertaking the implementation of the improvements would naturally

have an impact on the finances of the County. Unlike the District, this alternative would require the County to continue to administer the project and its facilities and services. As a result, the costs for these services and facilities would not be sequestered to the land directly benefiting from them, as the case would be with the District. Additionally, the financing of the project through the issuance of debt by a County-created district could have an impact on the County's credit rating.

Another alternative to the District would be for the developer to provide the infrastructure and to use a property owners association ("POA") for operations and maintenance of community facilities and services. A District is superior to a POA for a variety of reasons. First, unlike a POA, a District can impose and collect its assessments in the same manner as ad valorem property taxes. Therefore, the District is far more assured of obtaining its needed funds than is a POA. Second, the proposed District is a unit of local government and so must operate pursuant to Florida's Government-in-the-Sunshine laws and other regulations applicable to public entities.

A District also is preferable to these alternatives from a government accountability perspective. With a District as proposed, property owners within the District would have a focused unit of government under their direct control. The District can then be more responsive to property owner needs without disrupting other County responsibilities.

7. **A DESCRIPTION OF ANY REGULATORY ALTERNATIVES SUBMITTED AND A STATEMENT ADOPTING THE ALTERNATIVE OR A STATEMENT OF THE REASONS FOR REJECTING THE ALTERNATIVE IN FAVOR OF THE PROPOSED RULE:**

Not applicable.

Hopping Green & Sams

Attorneys and Counselors

September 4, 2014

Via Electronic Mail

Ms. Vickie Renna
St. Johns County BOCC
Growth Management Department
4040 Lewis Speedway
St. Augustine, FL 32084

Re: Petition to Establish Trout Creek Community Development District

Dear Ms. Renna:

I am in receipt of your August 18, 2014, letter in which you advise that St. Johns County ("County") has found the Petition to Establish Trout Creek Community Development District ("Petition") complete to proceed. I write this letter to address the County's comments included in the same.

In your letter, you have asked me to address whether the area of land within the proposed boundary of the Trout Creek Community Development District ("District") is of sufficient size, is sufficiently compact, and is sufficiently contiguous to be developable as one functional interrelated community. I have enclosed the testimony of Brad Davis, P.E., and Miguel Collazo, J.D., which addresses these matters. In short, it is their respective professional opinions that the District's proposed boundary is of sufficient size, is sufficiently compact, and is sufficiently contiguous to be developable as one functional interrelated community.

In subsequent conversations, you have requested an explanation as to the difference between the District's proposed boundary and the Ashford Mills DRI. I will first note that there is no legal requirement that the District's boundaries correspond with the Ashford Mills DRI. However, the explanation is straight-forward, and I'm happy to provide it. The bulk of the lands between the District's proposed boundaries and the Ashford Mills DRI are wetlands that will not contain infrastructure installed by the District nor lots by the developer. Given that such lands will be relatively unaffected by the existence of the District, the petitioner has chosen not include them. This is not unlike the configuration of the Marshall Creek Community Development District within the Marshall Creek DRI. Similarly, the developer there chose to exclude undevelopable acreage within the Marshall Creek DRI from the Marshall Creek Community Development District's boundaries.

Lastly, you have requested that I address the variety of land uses, including public and private land ownerships, adjacent to the CR 16A. As you observed, it is currently anticipated that a school site and recreation park will be located within the District's proposed boundaries near CR 16A. This is not without precedent – the County owns parks in both Marshall Creek Community Development District and Tolomato Community Development District and the School Board of St. Johns County owns schools sites within the same. As public property used

for a public purpose, neither the park site nor school site within the District's proposed boundaries would be subject to the District's special assessments.

Candidly, allowing the school and park sites to stay within the District's proposed boundaries provides flexibility in the development of this community that is beneficial to both the District and the County. Should the school and parks sites be excluded from the District's proposed boundaries, any future change to the location of either (no matter how minor) would likely require that the District's boundaries to be adjusted to accommodate such change. This would require the District to undergo a formal amendment with the County, and unnecessarily entail additional expense and resources.

I hope this letter addresses your concerns. In addition to the testimony referenced above, I have also enclosed testimony from the district manager and the developer in the support of the Petition. Thanks again for your assistance in connection with the Petition. Please let me know if you have any further questions.

Sincerely,

Katie S. Buchanan

Katie S. Buchanan

Enclosures

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE:	PETITION TO ESTABLISH TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT	)))

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF ST. JOHNS

I, Michael McCollum, of Freehold Capital Management, LLC, being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is Michael McCollum and my business address is 352 Paseo Reyes Drive, Saint Augustine, FL 32095.

3. The prepared written, pre-filed testimony consisting of eight (8) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the Trout Creek Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the Trout Creek Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience and qualifications concerning the Petition, its exhibits and the reasons for establishing the District are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony addresses the various statutory requirements and provides an overview of the proposed development within the proposed Trout Creek Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 4 day of September 2014.

Michael McCollum

SWORN TO and SUBSCRIBED before me by the Affiant, on this 4th day of September 2014.

Beth Avery Fine
Notary Public

(SEAL)

Beth Avery Fine
Typed Name

Personally known _____
Type of Identification produced FL DL ending in 816-0

BETH AVERY FINE
MY COMMISSION # EE181347
EXPIRES March 21, 2018
(407) 398-0153 FloridaNotaryService.com

TESTIMONY OF MICHAEL MCCOLLUM
FOR TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

1. **Please state your name and business address.**

My name is Michael McCollum and my business address is 352 Paseo Reyes Drive Saint Augustine, FL 32095.

2. **By whom are you employed and in what capacity?**

I am Project Manager for Freehold Capital Management, LLC ("Freehold").

3. **Briefly summarize your duties and responsibilities.**

It is my responsibility to manage the Shearwater project, including contracting, development activities, budgets, etc.

4. **What positions did you hold prior to your present position?**

I have 15+ years of experience in Engineering, Construction, Land Development, and Insurance.

5. **Briefly describe your educational background.**

I hold a Bachelor of Science in Civil Engineering from Clemson University and a Master of Business Administration from the University of Georgia.

6. **Who is the Petitioner in this proceeding?**

The Petitioner is Ashford Mills Owner VII, LLC. Freehold Capital Management is an authorized representative of Ashford Mills Owner VII, LLC tasked with completing the project.

7. **Are you familiar with the Petition filed by the Petitioner seeking the establishment of a community development district?**

Yes. I assisted in the preparation of the Petition filed on July 28, 2014, with St. Johns County (the "Petition"), as revised, and accompanying exhibits and worked with members of the team of consultants we hired to prepare the filing. I reviewed the Petition and exhibits prior to its filing.

8. **What is the proposed name of the District?**

The proposed name is the Trout Creek Community Development District ("District").

9. **Have you reviewed the contents of the Petition and approved its findings?**

Yes, I have.

10. Are there any changes or corrections to the Petition at this time?

No.

11. Are there any changes or corrections to any of the exhibits submitted to the County at this time?

No.

12. Please generally describe each of the exhibits attached to the Petition.

Exhibit 1 is the map showing the general location of the proposed District.

Composite Exhibit 2 is the metes and bounds description of external boundaries of the proposed District and a map matching the metes and bounds description of the external boundaries of the proposed District.

Exhibit 3 is the Landowner Consent and Joinder.

Exhibit 4 is a map depicting future general distribution, location and extent of public and private land uses within the proposed District by the land use plan element.

Exhibit 5 is a map depicting the proposed and existing major water and wastewater facilities, as well as drainage patterns within the proposed District.

Exhibit 6 is a summary of the estimated costs and estimated timetable for constructing the proposed District improvements.

Exhibit 7 provides a list of facilities the proposed District anticipates it will provide, identifying the anticipated owner and entity responsible for ultimate maintenance.

Exhibit 8 is the Statement of Estimated Regulatory Costs required by statute.

Exhibit 9 is the authorization of agent form which authorizes Jonathan T. Johnson and Katie S. Buchanan to act as the agents for the Petitioner.

13. Were these exhibits prepared by you or under your supervision?

Yes, I engaged a consultant team and directed the preparation of the exhibits to the Petition.

14. To the best of your knowledge, is the general location map identified as Exhibit 1 a true and accurate depiction of the general location of the proposed District?

Yes, it is.

15. **To the best of your knowledge is the metes and bounds description of the external boundaries of the District included in Composite Exhibit 2 and the map included thereto, a true and accurate recitation of the land area to be included within the proposed District?**

Yes, it is.

16. **To the best of your knowledge, is Exhibit 3 a true and accurate copy of the consent and joinder obtained from the owners of one hundred percent (100%) of the lands to be included within the proposed District?**

Yes, it is.

17. **To the best of your knowledge, is Exhibit 4 a true and accurate map that depicts the future general distribution, location and extent of the public and private land uses within the proposed District by the land use plan element?**

Yes, it is.

18. **To the best of your knowledge, is Exhibit 5 a true and accurate depiction of the map depicting the proposed and existing major water and wastewater facilities, as well as drainage patterns for the lands within the proposed District?**

Yes, it is.

19. **To the best of your knowledge, is Exhibit 6 a true and accurate summary of the estimated costs and timeline of constructing, installing or acquiring the infrastructure serving land within the proposed District?**

Yes, it is.

20. **To the best of your knowledge, is Exhibit 7 an accurate depiction of the types of facilities and services the Petitioner presently expects the District to finance, construct, acquire and/or install, as well as the anticipated entity responsible for ownership and maintenance?**

Yes, it is.

21. **To the best of your knowledge, is Exhibit 8 a true and accurate copy of the Statement of Estimated Regulatory Costs prepared by Rizzetta & Company, Inc.?**

Yes, it is.

22. **To the best of your knowledge, is Exhibit 9 a true and accurate copy of the Authorization of Agent Form?**

Yes, it is.

23. **Are the contents of the Petition, and the exhibits attached to it, as described herein, true and correct to the best of your knowledge?**

Yes.

24. **Are you familiar with the area that is proposed to be included within the District?**

Yes, I am familiar with the general area and the site specifically.

25. **Approximately how large is the proposed District in acres?**

The proposed District is located entirely within unincorporated St. Johns County, Florida and covers approximately 997.9 acres of land.

26. **What steps were taken with respect to filing the Petition with St. Johns County?**

On July 28, 2014 the Petitioner filed the original Petition with the St. Johns County Clerk, along with a $15,759 filing fee. Copies of the Petition were also provided to the County Administrator and County Attorney.

27. **Has notice of the hearing been provided in accordance with section 190.005, Florida Statutes?**

Yes. A notice of hearing is being published in the St. Augustine Record, a newspaper of general circulation in St. Johns County, as a display ad for four (4) consecutive weeks immediately preceding the hearing. Proof of publication will be filed with the County by the time of the establishment hearing.

28. **Who are the five persons designated in the Petition to serve as the initial Board of Supervisors?**

The five persons are Don Davis, Andrew Smith, Doug Davis, Henry Green and myself.

29. **Do you know each of these persons personally?**

Yes, I do.

30. **Are each of the persons designated to serve as the initial Board of Supervisors residents of the State of Florida and citizens of the United States?**

Yes, they are.

31. Are there residential units planned for development within the proposed District?

Yes. There are approximately 2263 residential units planned for development within the proposed District.

32. Are there residents currently living within the areas to be included within the District, and, if so, have they been notified about the creation of the District?

No. There are no residents living within the areas to be included within the District.

33. In addition to meeting the requirements of Florida law, what other steps will be taken to ensure that prospective purchasers of the District receive notice of the existence of the District and its assessments?

There are certain state law disclosure requirements that all community development districts ("CDDs") must meet.

First, within thirty (30) days of the establishment of the District, a Notice of Establishment is required to be recorded in the property records. The notice contains a legal description of the boundaries of the District and discloses, as required by Section 190.0485, *Florida Statutes*, through inclusion of the bold-faced language set forth in the paragraph immediately below, that the District may levy assessments. The document also provides contact information for someone to obtain more information about the District. This document should appear on a title search typically prepared when someone intends to purchase a home after a District has been established.

Second, Section 190.048, *Florida Statutes*, requires certain contractual language to appear in bold-faced and conspicuous type immediately prior to the signature line on every initial purchase contract. The following language will be required: **The Trout Creek Community Development District may impose and levy taxes or assessments, or both taxes and assessments, on this property. These taxes and assessments pay the construction, operation, and maintenance costs of certain public facilities and services of the District and are set annually by the governing board of the District. These taxes and assessments are in addition to county and other local governmental taxes and assessments and all other taxes and assessments provided for by law.**

Third, when assessments are levied for the first time or when previously levied assessments are raised, notice of a public hearing is required to be given by publication in a local newspaper and by mail to all property owners within the District. The assessments are then considered at a public hearing.

Fourth, the District will be required to adopt and record in the St. Johns County Public Records a Disclosure of Public Financing and Maintenance of Public Improvements. This Disclosure summarizes the financing plan the District has undertaken, the existence, if any, of capital and operations and maintenance assessments, and the facilities and

services that the District provides and maintains. This Disclosure is then provided by the District to the developer to satisfy the requirements of Section 190.009, *Florida Statutes*, and is also available for inspection by residents and prospective residents.

34. Would you please describe the proposed timetable for development of land within the proposed District?

It is anticipated that the District improvements will be made, acquired, constructed and/or installed in up to three (3) phases, commencing in 2014. It is anticipated that completion will be by 2024.

35. Has all of the developable land within the proposed District been planned as a single community?

Yes, the developable land, along with the master infrastructure to be maintained by the proposed District that will service the developable land, although anticipated to be constructed in three (3) phases, is planned as a single community.

36. Would you generally describe the services and facilities you currently expect the proposed District to provide?

The Petitioner presently intends for the District to provide for stormwater management systems, water and sewer systems, roadways, master utilities, landscape and hardscape improvements and recreation facilities. Capital costs of these improvements, including associated contingencies and professional fees, will be borne by the District. Petitioner's good faith expectation of the costs associated with such improvements is itemized in Exhibit 6 to the Petition.

37. Did you cause the cost estimates identified in Exhibit 6 to be prepared?

Yes, the cost estimates were prepared under my supervision.

38. What methods were used to estimate these costs?

The estimates are based on research regarding historical costs of constructing similar infrastructure and current market conditions.

39. In your opinion, are the construction cost estimates for the proposed facilities for the proposed District reasonable?

Yes, to the best of my knowledge and based on the information available.

40. In general, what financing methods does the Petitioner propose the District may use to pay for the anticipated facilities and services?

Petitioner presently expects that the District will finance certain services and improvements through the issuance of tax exempt bonds. The debt issued by the proposed District is expected to be retired by non-ad valorem (sometimes referred to as special) assessments on benefitted property within the proposed District. Ongoing maintenance and operational activities are expected to be funded by non-ad valorem assessments as well. Any facilities not financed with a bond issue are anticipated to be funded by the developer using conventional financing options.

41. Who will be responsible for paying the proposed District's assessments?

Only current property owners and those who choose to acquire property within the proposed District will be responsible for paying District assessments. It is not anticipated that the proposed District will issue general obligation debt that pledges the full faith and credit of the proposed District.

42. Will these proposed District debts be an obligation of St. Johns County or the State of Florida?

No. The debts will be the obligation of the property owners/developer, as Florida law provides that CDD debt cannot become the obligation of a city, a county, or the state without the consent of that government.

43. Why is the Petitioner seeking to have a CDD established for this area?

There are hundreds of CDDs throughout the State of Florida. CDDs are an efficient, effective way to provide infrastructure and have become accepted in the marketplace of homebuyers. CDDs have the ability to assist in the streamlined and efficient maintenance and operation of infrastructure and services to developing communities.

From our perspective, the establishment of a CDD is logical for this project. It provides a long-term, stable, financially-secure entity. The proposed District is a structured, formal entity with the legal ability to respond to future changes in the circumstances and desires of its residents. Under Florida law, the proposed District has access to the County's tax collection mechanisms, which helps ensure that the facilities will be maintained. In that sense, it is preferable over control by a property owners' association.

A CDD has the financial capability to assist in the provision of necessary capital improvements sooner than may otherwise be the case. The County, developers, builders and residents will all benefit from these improvements in terms of access, traffic flow, safety and general property enhancement. A CDD additionally is the entity preferred by many regulatory agencies, including many water management districts, to operate and maintain the stormwater management and other similar systems. This is because the CDD is a perpetual entity, operating in open meetings, with the financial ability to ensure that the maintenance of these important environmental facilities and amenities is accomplished. Given the nature of this project, in my opinion, a CDD is a logical, prudent, and desirable way to ensure this needed infrastructure is maintained.

44. Does this conclude your testimony?

Yes.

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE:	PETITION TO ESTABLISH TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT	)))

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, F. Peter Williams, of Rizzetta & Company, Inc., being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is F. Peter Williams, and my business address is 5020 W. Linebaugh Avenue, Suite 200, Tampa, Florida 33624.

3. The prepared written, pre-filed testimony consisting of twelve (12) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the Trout Creek Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the Trout Creek Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience and qualifications concerning the managerial and financial aspects of special districts are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony addresses the various managerial and financial issues relating to the proposed Trout Creek Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 3rd day of September, 2014.

F. Peter Williams

SWORN TO and SUBSCRIBED before me by the Affiant, on this 3rd day of September, 2014.

NOTARY PUBLIC STATE OF FLORIDA
Christine M. Bass
Commission # EE061296
Expires: FEB. 11, 2015
BONDED THRU ATLANTIC BONDING CO., INC.

(SEAL)

Notary Public

Christine M. Bass

Typed Name

Personally known X
Type of Identification produced _____

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE:	PETITION TO ESTABLISH TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT	)))

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF Duval

I, Brad Davis, of Prosser, Inc., being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is Brad Davis, and my business address is 13901 Sutton Park Drive S., Suite 200, Jacksonville, Florida 32224.

3. The prepared written, pre-filed testimony consisting of five (5) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the Trout Creek Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the Trout Creek Community Development District establishment hearing on October 21, 2014, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience, and qualifications related to professional engineering are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony generally addresses the nature of the services and facilities proposed for the Trout Creek Community Development District and the applicable estimated costs.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 4th day of September, 2014.

Brad Davis

SWORN TO and SUBSCRIBED before me by the Affiant, on this 4th day of September, 2014.

Notary Public

(SEAL)

ELIZABETH LEE SILVA
Commission # FF 058636
Expires September 23, 2017
Bonded Thru Troy Fain Insurance 800-385-7019

Elizabeth Lee Silva
Typed Name

Personally known N
Type of Identification produced _____

TESTIMONY OF BRAD DAVIS, P.E., FOR ESTABLISHMENT OF TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

1. **Please state your name and business address.**

My name is Brad Davis and my business address is 13901 Sutton Park Drive S., Suite 200, Jacksonville, Florida 32224.

2. **By whom are you employed and in what capacity?**

I am employed by Prosser, Inc. as a Principal, business development manager and civil engineer.

3. **How long have you held that position?**

I have been a business development manager and a civil engineer at Prosser for 6 years and 10 months and a Principal for approximately 4 of those years.

4. **Please give your educational background, with degrees earned, major areas of study and institutions attended.**

I have a Bachelor of Science, Civil Engineering from the University of Central Florida.

5. **Do you have any professional licenses, registrations, or certifications?**

Yes, I am a licensed Professional Engineer in the State of Florida and also a LEED certified Accredited Professional.

6. **Are you a member of any professional associations?**

Yes, I am a member of FICE, ACEC, NCEES and Northeast Florida Builders Association.

7. **Please summarize your previous experience as it relates to public facility design and construction and land development and planning.**

I have been responsible for the design and permitting of public infrastructure as an engineering intern and professional engineer for the last 15 years. This includes all elements of site entitlements and design such as roadway, stormwater and utility design.

8. **Have you been involved in any developments of the type and nature contemplated within the proposed Trout Creek Community Development District ("District")?**

Yes, I have been involved with multiple DRI scale projects.

9. Are you familiar with the Petition filed by WFC Ashford Mills Owner VII, LLC ("Petitioner"), on July 28, 2014, seeking the establishment of the proposed District?

Yes, I have reviewed the Petition and exhibits.

10. Are you generally familiar with the geographical area, type, and scope of development and the available services and facilities in the vicinity of the proposed District?

Yes, I am.

11. Which documents did you prepare or have others prepare under your supervision?

Exhibits 1, 2, 4, 5, 6 and 7 attached to the Petition.

12. Do any of those exhibits require any change or correction?

No.

13. Are Exhibits 1, 2, 4, 5, 6 and 7 to the Petition true and correct?

Yes, to the best of my knowledge.

14. In general, what do Exhibits 1, 2, 4, 5, 6 and 7 to the Petition demonstrate?

Exhibit 1 is a map showing the general location in which the proposed District is located.

Composite Exhibit 2 is a metes and bounds description of the external boundaries of the proposed District, together with a map depicting the same.

Exhibit 4 is a map showing the existing future land uses within the proposed District.

Exhibit 5 is a map depicting the proposed and existing major water and wastewater facilities, as well as drainage patterns within the proposed District.

Exhibit 6 provides the estimated costs and timetable for constructing the proposed District improvements.

Exhibit 7 provides a list of facilities the proposed District will provide and identifies the anticipated owner and entity responsible for maintenance.

15. What capital facilities are presently expected to be provided by the District?

Based on information provided by Petitioner and as more fully described in Petition Exhibit 7, it is presently expected that the District will construct or acquire stormwater management systems, water and sewer systems, roadways, master utilities, landscape and hardscape improvements and recreation facilities.

16. Based upon your training and experience as an engineer, do you have an opinion as to whether the proposed District is of sufficient size, compactness, and sufficient contiguity to be developed as a functional interrelated community?

Yes, based on my experience, the proposed District is of sufficient size, compactness and contiguity to be developed as one functional interrelated community.

17. What is the basis for your opinion?

For many reasons the proposed District facilities can be provided in an efficient, functional and integrated manner.

First, there are sufficient, significant infrastructure needs for the area within the proposed District to allow development as a functionally interrelated community.

Second, the specific design of the community allows infrastructure to be provided in a cost effective manner. The land included within the proposed District area is contiguous, which facilitates an efficient and effective planned development.

Third, the provision of services and facilities through the use of one development plan provides a contiguous and homogenous method of providing services to lands throughout the District.

18. In your opinion, you said the proposed District is sufficiently compact and contiguous to be developable as a functionally interrelated community. Would you please explain what you mean when stating that the proposed District is of sufficient compactness?

The District will encompass approximately 997.9 acres and will provide a range of residential and residential-support land uses that require the necessary elements of infrastructure including stormwater management systems, water and sewer systems, roadways, master utilities, landscape and hardscape improvements and recreation facilities and other improvements described in the Petition. The proposed District will have sufficient overall residential density to require all the above-mentioned necessary elements of infrastructure of a comprehensive community. These facilities and services require adequate planning, design, financing, construction, and maintenance to provide

the community with appropriate infrastructure. The preferred method of developing land, especially for higher density residential uses, is for the development to be spatially compact. This augments the District's ability to construct and maintain improvements, and provide services, in a cost efficient manner.

19. **Can you provide an example of a service or facility and explain why a CDD is a preferred alternative for long-term operation and maintenance?**

Yes. A good example would be a stormwater management system. Both a CDD and a homeowners' association are permitted to operate and maintain such systems under applicable St. Johns River Water Management District ("SJRWMD") and St. Johns County rules. However, SJRWMD rules generally require homeowners' associations to provide significantly more information and documentation before the SJRWMD and St. Johns County will accept them as an operation and maintenance entity. This additional information is required to ensure that the association has the financial, legal and administrative capability to provide for long-term maintenance of the stormwater management system. Such documentation generally must (1) indicate that the association has the power to levy assessments; (2) mandate that the association will operate and maintain such systems; and (3) provide that the association cannot be dissolved until another entity is found to maintain the system.

In comparison, a CDD is a perpetual local government unit, which by law has the requisite assessment authority, including the ability to collect such assessments on the County tax roll. Thus, a CDD generally must simply provide a letter to the SJRWMD stating that the CDD will accept operation and maintenance responsibility. All things being equal, a CDD is preferred over a homeowners' or property owners' association for operation and maintenance of a stormwater management system.

20. **Based on your experience, do you have an opinion as to whether the services and facilities to be provided by the proposed District will be incompatible with the capacities and uses of existing local and regional community facilities and services?**

Yes. It is my opinion that the proposed services and facilities of the proposed District will not be incompatible with the capacity and uses of existing local or regional community development services and facilities.

21. **What is the basis for your opinion?**

Currently, none of the planned infrastructure improvements that the proposed District plans to provide exist on the subject property in a manner which is useful to the proposed development. Each of the elements of infrastructure for the necessary services and facilities will connect into the County's existing, surrounding systems according to criteria, review and approval of the County; there will be no incompatibility issue.

22. Based on your experience, do you have an opinion as to whether the area to be included within the proposed District is amenable to being served by a separate special district government?

Yes. In my opinion, and to the best of my knowledge, the area identified in the petition is amenable to being served by a separate special district government.

23. What is the basis for your opinion?

The proposed District is limited in purpose and the infrastructure improvements to be provided by the proposed District are limited in scope. This infrastructure is expected to directly benefit the development and may be adequately served by a special district government. In addition, special district governance provides a mechanism whereby long-term maintenance obligations can be satisfied by the persons primarily using the facilities and services.

24. Does this conclude your testimony?

Yes, it does.

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE:	PETITION TO ESTABLISH TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT	)))

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF LEON

I, Miguel Collazo, III, of Tallahassee, Leon County, Florida, being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is Miguel Collazo, III, and my business address is 119 South Monroe Street, Suite 300, Tallahassee, Florida 32301.

3. The prepared written, pre-filed testimony consisting of eight (8) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the Trout Creek Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the Trout Creek Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience and qualifications concerning the land use and planning aspects of special districts is set forth in my testimony.

6. My pre-filed testimony addresses the various land planning aspects of the development within the proposed Trout Creek Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 4th day of September, 2014.

Miguel Collazo, III

SWORN TO and SUBSCRIBED before me by the Affiant, on this 4th day of September, 2014.

(SEAL)

KAREN F. JUSEVITCH
Commission # EE 011491
Expires November 25, 2014
Bonded Thru Troy Fain Insurance 800-385-7019

Notary Public

Karen F. Jusevitch
Typed Name

Personally known ✓
Type of Identification produced _____

TESTIMONY OF MIGUEL COLLAZO, III FOR THE ESTABLISHMENT OF THE TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

1. **Please state your name and business address.**

My name is Miguel Collazo, III and my business address is 119 South Monroe Street, Suite 300, Tallahassee, Florida 32301.

2. **By whom are you employed and in what capacity?**

I am an attorney and shareholder at Hopping, Green & Sams, P.A.

3. **Please describe the kinds of clients you serve and services you provide in that capacity.**

I generally represent clients who require some sort of land use or environmental permitting approval from local governments or state agencies. The services I provide in that capacity include advising clients regarding how land use and environmental permitting provisions could apply to their projects; engaging the relevant local government or state agency regarding any potential disputes associated with those provisions; and if necessary, representing clients in litigation concerning those disputes.

4. **Please describe your educational background.**

I received a Bachelor of Arts in English (Technical and Professional Writing) from the University of South Florida in 2000, and both a Juris Doctor and Master of Arts in Urban and Regional Planning from the University of Florida in 2003.

5. **Do you hold any professional licenses, designations or certifications?**

I've been a member of the Florida Bar since 2004.

6. **Are you a member of any professional associations?**

I'm a member of the Environmental and Land Use Law, Administrative Law, and City, County, and Local Government Law Sections of the Florida Bar Association.

7. **Please summarize your previous experience as it relates to public facility design, construction and land development.**

My relevant land planning experience includes defending comprehensive plan amendments in northwest Florida for the St. Joe Company, specifically in Franklin and Bay Counties, and in Duval County, for the former Bellinger Shipyard property owned by M.D. Moody & Sons, Inc. in Jacksonville. I've also shepherded and defended comprehensive plan amendments in support of mining projects for Mosaic Fertilizer,

LLC (in Hardee County) and Tarmac America (in Levy County). Additionally, while many projects I've been involved with were not, strictly speaking, planning projects, most of them required review and consideration of the local government's comprehensive plan and land development regulations.

8. Are you familiar with the Petition to establish the Trout Creek Community Development District (the "District")?

Yes. I have reviewed the Petition and accompanying exhibits, filed on July 28, 2014, as supplemented. I am familiar with the underlying real estate project.

9. In the course of your work in Florida, have you had an opportunity to work with the State Comprehensive Plan found in Chapter 187, Florida Statutes?

Yes, I have often referred to the State Comprehensive Plan in rendering consultation to clients. It is attached to my testimony as Exhibit A.

10. In the course of your work in Florida, have you had an opportunity to review local government comprehensive plans?

Yes.

11. What types of land development projects have you worked on that involved analyzing consistency with the state and local comprehensive plans?

As I described earlier, the types of projects that I've worked on that involved analyzing consistency with the state and local comprehensive plans include both comprehensive plan amendment matters as well as other matters where the client is actually seeking an environmental permit from the state to engage in an activity, but the project might be affected in some way by the comprehensive plan and/or local land use regulations. These included residential, mixed use/commercial, and mining projects.

12. Do you have an opinion, as someone experienced in planning, as to whether the establishment of the proposed District is inconsistent with any applicable element or portion of the state comprehensive plan?

Yes.

13. What is that opinion?

It is my opinion that the establishment of the District is not inconsistent with any applicable element or portion of the state comprehensive plan.

14. What is the basis for that opinion?

I have reviewed, from a planning perspective, applicable portions of the State Comprehensive Plan that relate to the establishment of a community development district.

The State of Florida Comprehensive Plan, (Chapter 187, F.S.), "provides long-range policy guidance for the orderly social, economic, and physical growth of the state." The State Plan sets forth 25 subjects, goals, and numerous policies. Two subjects are particularly relevant, from a planning perspective, to the establishment of the District: No. 15- Land Use and No. 25- Plan Implementation.

15. What is Subject 15 and why is it relevant?

Subject 15 recognizes the importance of locating development in areas that have the fiscal abilities and service capacity to accommodate growth. It is relevant because community development districts are designed to provide infrastructure services and facilities in a fiscally responsible manner to the areas that can accommodate development. The proposed CDD is not inconsistent with this goal because the District will have the fiscal capability to provide the specified services and facilities in this growth area. Additionally, under this subject, Policy 1 is relevant.

16. What is Policy 1 and what is its relevance?

Policy 1 promotes efficient development activities in areas that will have the capacity to service new populations and commerce. The proposed CDD will be a vehicle to provide a high quality of infrastructure facilities and services in an efficient and focused manner at sustained levels over the long term life of the community.

17. You also mentioned Subject 25. What is this and why is it relevant?

This subject calls for systematic planning capabilities to be integrated into all levels of government throughout the state, with particular emphasis on improving inter-governmental coordination and maximizing citizen involvement. The proposed CDD will be able to finance and construct (and in some cases operate and maintain) the contemplated infrastructure improvements as authorized under Chapter 190, F.S., subject to and not inconsistent with the local government comprehensive plan and land development regulations. Citizen involvement is maximized since District Board meetings are publicly advertised, open to the public and all District property owners and residents can be involved in the provision of the improvements. Additionally, establishment of the CDD will enhance governmental coordination since Section 189.415, F.S., requires the District to file public facilities reports with St. Johns County, and to annually update such reports to the extent there are any changes, which reports and updates the County may rely upon in any revisions to its local comprehensive plan.

18. Are there any relevant policies under this subject of the State Comprehensive Plan?

Yes, Policies 2, 3, 6 and 8. Policy 2 seeks to ensure that every level of government has the appropriate operational authority to implement the policy directive established in the plan. Chapter 190, F.S., provides the District with its necessary operational authority. In fact, section 190.002(1) identifies community development districts as a means to deliver the basic community services and capital infrastructure called for by the Growth Management Act without overburdening other local governments and their taxpayers. The establishment of the CDD to provide the infrastructure systems and facilities for the acreage to be included within the District in a manner which does not burden the general body of taxpayers in St. Johns County is directly in furtherance of this policy.

Policy 3 provides for establishing effective monitoring, incentive, and enforcement capabilities to see that the requirements established by regulatory programs are met. Section 189.415(2), F.S., requires all independent special districts to submit public facilities reports, including annual updates as to changes. This facilitates an effective monitoring program of the CDD by the County. Sections 190.002(2)(c), and 190.004(3), F. S., dictate the legislative policy that all CDDs comply with all government laws, rules and regulations applicable to community development. Therefore, establishment of the CDD is not inconsistent, and in fact is in furtherance, of this policy.

Policy 6 encourages citizen participation at all levels of policy development, planning and operations. The District holds its meetings in the sunshine pursuant to Chapter 286, F.S. This process encourages citizen participation in, and ultimately citizen control of, the activities of the District.

Policy 8 encourages continual cooperation among communities to bring the private and public sectors together for establishing an orderly, environmentally, and economically sound plan for future needs and growth. The District will be a vehicle to enhance cooperation in the provision of infrastructure between the private sector and the County.

19. Are there any other subjects within the State Comprehensive Plan which are relevant?

Two additional subject areas applicable to establishment of a CDD include Subject 9 - Natural Systems and Recreational Lands, and Subject 17 - Public Facilities. The applicable policies of subject 9 relate to expanding state and local efforts to provide activity-based recreational opportunities to urban areas which can be accomplished with the funding assistance of the CDD. The applicable goal and policies of Subject 17 relate to: (i) protecting investments in existing public facilities; (ii) providing financing for new facilities; (iii) allocating the costs of new public facilities on the basis of the benefits received by future residents; (iv) implementing innovative but fiscally sound techniques for financing public facilities; and (v) identifying and using stable revenue sources for financing public facilities. The establishment of a CDD will further these State Comprehensive Plan Goals and Policies.

20. Do you have an opinion, as someone with expertise in planning, as to whether the establishment of the proposed District is inconsistent with any applicable element or portion of the St. Johns County Comprehensive Plan?

Yes.

21. What is that opinion?

It is my opinion that the establishment of the proposed District is not inconsistent with any applicable element or portion of the St. Johns County Comprehensive Plan.

22. What is the basis of that opinion?

There is nothing about establishing a CDD as an alternative means of providing infrastructure systems and services to these lands that would cause an inconsistency with the local comprehensive plan. In fact, establishment of the CDD is in furtherance of certain provisions including:

Policies F.1.3.8 and F.1.3.10 - These policies state that PUD's, planned unit subdivisions, and other large developments shall provide for the dedication of parks and open space to be generated by the development according to the level of service standards. The CDD will finance the construction of, and ultimately own and maintain community parks and facilities.

Objective G.1.5 - This objective calls for the County to work cooperatively with other units of government to address issues and concerns. The CDD may be expected to enter into interlocal agreements with the County to provide certain enhanced maintenance. Additionally, over the long term, the establishment of the CDD will provide another unit of local government in place and able to cooperate with the County on future issues and concerns.

Goal H.1 - This Goal states that the County is to ensure the orderly and efficient provision of infrastructure facilities and services such as roads, utilities, recreation, and drainage. The CDD will serve as an alternative provider of these infrastructure systems and services to meet the needs of the lands within its boundaries.

Objective H.1.7 - This objective states that the County shall manage fiscal resources to ensure the provision of needed infrastructure. The CDD will provide the infrastructure facilities and services needed for its lands without burdening the fiscal resources of the County or impacting the bonding limits contained in Policy H.1.7.1.

The establishment of the CDD is not inconsistent with these or any other provisions of the St. Johns County Comprehensive Plan.

23. Do you have an opinion, as someone experienced in planning, as to whether the area to be included within the proposed district is of sufficient size, is sufficiently compact, and sufficiently contiguous to be developable as one functional, interrelated community?

Yes.

24. What is your opinion?

The proposed CDD has sufficient land area, and is sufficiently compact and contiguous to be developed with infrastructure systems, facilities and services as one functionally interrelated community.

25. What is the basis for your opinion?

The area to be included within the District can be expected to succeed as a functional, interrelated community from a planning perspective because these characteristics ensure that services and facilities for the lands within the District will not be hampered by significant barriers or spatial problems. In addition, as proposed, the District will be providing relatively limited services and facilities. Thus, from a planning perspective, the relatively small nature of the District, its planned community character and the proposed limited services and facilities are a good match.

The proposed CDD is of sufficient size, is sufficiently compact and sufficiently contiguous to serve as one functional, interrelated community.

26. Do you have an opinion, as someone experienced in planning, as to whether the community development services and facilities of the district will be incompatible with the capacity and uses of existing local and regional community development services and facilities?

Yes.

27. What is your opinion?

The proposed services and facilities of the District are not incompatible with the capacity and uses of existing local or regional community development services and facilities.

28. What is the basis for your opinion?

In order to answer this question it is necessary to look to the community development services and facilities which will be provided by the CDD to the lands within its boundaries and to compare this to the existing community development services and facilities presently available to those lands. Currently, the planned infrastructure improvements that the proposed District plans to provide don't exist on the property. The

proposed District is an efficient method to construct the necessary infrastructure improvements on the lands to be included within the District.

29. Do you have an opinion as to whether the area that will be served by the proposed district is amenable to separate special district government?

Yes I do.

30. And what is your opinion?

Based on its contiguity, compactness and size, and given the limited scope of the infrastructure improvements to be provided by the CDD, the area to be included within the District is amenable to separate special purpose government.

31. As someone with planning expertise, do you have an opinion as to whether the proposed District is the best alternative available for providing the proposed community development services and facilities to the area to be served?

Yes I do.

32. What is your opinion?

In my opinion, the District is the best alternative for providing the proposed community development services and facilities to the 997.9 acres proposed to be included within the CDD.

33. What is the basis for your opinion?

My planning expertise, in part, and a review of the Petition in part. To answer this question, we must consider the alternative means, from a planning perspective, by which these roadway, drainage, utility facilities and services might be provided to the 997.9 acres proposed to be included within the CDD.

The alternatives include the County, either directly or through a municipal services benefit unit (MSBU), or the developer through a property owner's association (POA). From a planning perspective, establishment of a CDD over these lands provides a perpetual local government capable of delivering these improvements which will be directly responsible and responsive to the residents of the CDD. For example, the CDD will own, operate and maintain the drainage improvements for the lands within the District. CDD residents will one day comprise this Board and will be able to directly govern the levels of service provided without diverting County resources from other County owned recreation facilities or drainage systems. Furthermore, because these systems will be owned by the CDD, the residents will have the protection of public bidding of maintenance services and will have a direct voice in the governance of these systems, which would not be the case with a POA.

As far as the roadway and utility improvements are concerned, the CDD is also the best alternative provider of these facilities. As I discussed earlier, Objective H.1.7 of the St. Johns County Comprehensive Plan calls for the management of the County's fiscal resources to ensure the provision of needed infrastructure. Provision of these improvements by the CDD is the best alternative to preserve the County's fiscal resources since only growth within the CDD will pay for these improvements. The CDD is also superior to a POA in providing these improvements since, from a planning perspective, a POA would not be the kind of perpetual governmental entity to effectively manage the construction of these improvements or any enhanced maintenance after dedication of these facilities to the County.

34. Does this conclude your testimony?

Yes.

TESTIMONY OF F. PETER WILLIAMS FOR ESTABLISHMENT OF TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT

1. **Please state your name and business address.**

My name is F. Peter Williams. My business address is 5020 W. Linebaugh Avenue, Suite 200, Tampa, Florida 33624.

2. **By whom are you employed and in what capacity?**

I am the Vice President Rizzetta & Company, Inc., a corporation headquartered in Tampa, Florida that specializes in the management of special districts and community associations in the State of Florida.

3. **Please describe your duties in that capacity.**

I am responsible for all operations and services at Rizzetta & Company. This includes the oversight of all management aspects of Rizzetta & Company's 118 District Management clients with annual operating budgets totaling in excess of $70 Million. I manage a staff which includes eleven other community development district ("CDD") managers as well as administrative support, along with fifteen accounting personnel for all accounting functions related to the CDDs and six financial advisory personnel along with personnel who provide service for our 130 Community Association clients

4. **Do you work with both public and private sector clients?**

Yes. I work with a number of public sector clients that include CDDs across the state. I also work with various community associations and other private companies as well.

5. **Prior to your current employment, by whom were you employed and what were your responsibilities in those positions?**

I was the Vice President and Director of Management for a firm that managed 80 plus communities with more than 12,000 units.

6. **Please describe your educational background.**

I hold a Bachelors of Science degree in Criminal Justice from Western Illinois University.

7. **Please describe your work with CDDs in Florida.**

I have 16 years work experience in CDD management services, financial advisory services, investment management services and over 30 years in association management and field operations.

8. **Please describe the general manner in which a CDD actually operates.**

A CDD is governed by a five-member Board of Supervisors ("Board") that is initially elected by landowners within the CDD. A district manager is employed to supervise the services, facilities, and administrative functions of the CDD on a day-to-day basis. An annual public hearing is noticed and conducted by the Board to adopt an annual budget. As required in Chapter 189, *Florida Statutes*, the applicable general-purpose local government has an opportunity to review and comment on the proposed budget.

9. **Please describe the requirements and public safeguards that are imposed upon CDDs.**

These requirements and safeguards are similar to those imposed upon general-purpose local governments, such as cities and counties. For example, Chapter 190, *Florida Statutes*, specifically states that CDDs are subject to state and local development regulations. Also, CDDs are required by law to provide full disclosure of public financing and the maintenance of improvements undertaken by a CDD.

Under the Government in the Sunshine laws, all CDD Board meetings are open to the public, and other restrictions are imposed under Chapter 286, *Florida Statutes*. Further, all documents of the CDD are available to the public upon request, in accordance with Florida public records law. Additionally, like other political subdivisions, a CDD is required to send financial reports to the Department of Financial Services. Also, a CDD is audited by an independent certified public accountant every year.

Initially, Board members must be Florida residents and United States citizens. Later, when resident electors of a CDD elect Board members, members of the Board must be resident electors of the CDD. Board members are also subject to the same annual financial disclosure that is required of other local officials. Each annual budget may only be adopted by the Board after a noticed public hearing. Chapter 120, *Florida Statutes*, rulemaking procedures apply to all rates, fees, and charges imposed by a CDD and the adoption of its other rules.

A CDD is subject to the same notice and hearing requirements as other units of local government such as St. Johns County, when it imposes special or non-ad valorem assessments. Individual mailed notices are mailed to property owners within a CDD, and additional newspaper notices and various resolutions are published. Further, a methodology that fairly and equitably allocates the cost of CDD improvements must be prepared to justify imposition of the assessments.

10. **In general, how do CDDs differ from general-purpose local governments?**

As a unit of special-purpose local government, a CDD possesses limited special powers relating to basic public improvements and community facilities such as roads, bridges, wetland mitigation, and water management facilities. Similar to the general powers of

general-purpose local governments, such as cities and counties, a CDD may also enter into contracts, acquire and dispose of real and personal property, and adopt rules and regulations to govern its operations. To obtain funds, a CDD may enter into a funding agreement, borrow, issue bonds or levy non-ad-valorem assessments and taxes.

Unlike cities and counties, a CDD does not have planning, zoning, or law enforcement authority. These are the main differences between cities and counties, which are general-purpose governments, and CDDs, which are special-purpose governments.

11. **Does a CDD have to comply with local land development regulations, ordinances, and plans?**

Yes. Chapter 190 of the Florida Statutes specifically provides that the establishment of a CDD does not alter the application of any governmental planning, environmental and land development laws, regulations, and ordinances. Thus, CDDs must submit to the same process as any development for environmental and land development regulations.

12. **Are any of these CDDs that you have worked with of about the same size as the proposed Trout Creek Community Development District in St. Johns County, Florida (the "District")?**

Yes.

13. **Are you familiar with the Petition and exhibits filed to establish the proposed District?**

Yes. I have reviewed the Petition filed on July 28, 2014, with St. Johns County and all of the attached exhibits.

14. **Do you have an opinion, as someone experienced in district management, as to whether the area to be included within the proposed District is the best available alternative for delivering community services and facilities to the areas that will be served by the proposed District?**

Yes. It is my opinion that the proposed District is the best alternative for delivering community services and facilities to the lands within the proposed District.

15. **Why is that your opinion?**

There are three other alternatives for providing the infrastructure for the necessary services and facilities besides the proposed District. The first alternative is for the County to build the entire infrastructure, wherein the County would be assuming a great deal of responsibility related to the oversight of the day-to-day construction, maintenance, and management of the proposed services and facilities and landowners of these lands. This would increase the burden on County staff, divert resources from other County

developments and projects, and indirectly force the residents of the entire County to pay for these development improvements.

The second alternative is for a developer to provide the proposed improvements using private financing. However, this alternative does not provide any guarantee of a long-term, consistent entity to oversee construction, maintenance, and management of the proposed services and facilities. Also, a private landowner is not subject to the same statutory safeguards that the proposed District, as a public entity, would be subject to, such as public bidding on contracts and public access to meetings and documents.

The third alternative is a property owner's association ("POA"). A POA is a more long-term and stable entity that may be capable of providing the necessary maintenance of dedicated improvements. However a POA is not subject to the same statutory safeguards as the proposed District. Further, a POA cannot impose and collect its assessments in the same way as property taxes or District assessments.

By comparison to the three alternatives discussed above, the proposed District is the best alternative available to provide for the management and maintenance of various infrastructure improvements. As a special-purpose local government, the proposed District is a stable, long-term public entity capable of maintaining, and managing the necessary infrastructure, facilities, and services. The limited purpose and scope of the District, combined with the statutory safeguards in place, such as notice of public hearings and access to district records, would ensure that the proposed District is responsive to the infrastructure needs of the proposed District. The proposed District would be able to impose non-ad valorem assessments upon the property within the District to fund maintenance of the infrastructure and related services.

Only a CDD allows for the independent financing, administration, operation and maintenance of the land within the District and allows District property owners to completely control the District Board and, therefore, the timing and extent of infrastructure development.

16. **As someone experienced in district management, is the area to be included within the proposed District of sufficient size, compactness, and sufficiently contiguous to be developable as one functional, interrelated community?**

Yes. From a management perspective, the area to be included within the proposed District is of sufficient size, compactness and is sufficiently contiguous to be developable as one functional, interrelated community.

17. **What does the term "functionally interrelated community" mean?**

Local governments provide developments with the criteria for the elements of infrastructure to provide for the facilities and services, including stormwater drainage, water, sewer, and other facilities and services. Functional unification means that each provided facility and service has a mutual reinforcing relationship to one another, with

each facility and service designed to contribute to the development and maintenance of the community as a whole. Each facility and service must meet the growth and development of the community, so a management capability and a funding source are required for each service and facility. Thus, each of these necessary facilities and services must be integrated, unified, and connected into a long-range plan.

18. **What is the basis for your opinion?**

First, the lands to be included within the proposed District have sufficient significant infrastructure needs to be developable as a functionally interrelated community. Second, this necessary infrastructure can be provided by the proposed District in a cost effective manner based upon the specific design of the community. Furthermore, the use of one development plan whose infrastructure is implemented by a CDD to provide the community services and facilities will ensure that the proposed improvements are provided and maintained in an efficient, functional and integrated manner.

The lands within the proposed District consists of approximately 997.90 acres of land. The purpose of this statutory requirement is to ensure successful and efficient delivery of services and facilities to the property. Based upon my previous experience with special districts, the proposed District is suitably configured to maximize the timely and cost efficient delivery of the necessary services and facilities.

19. **Do you have an opinion, as someone experienced in district management, as to whether the area that will be served by the proposed District is amenable to separate special district governance?**

Yes. It is my opinion that the proposed District is amenable to separate special district governance because it is of sufficient size, compactness and contiguity. Thus, the land area is well suited to the provision of the proposed services and facilities.

20. **What is the basis for your opinion?**

Based upon my experience with other special districts of similar size and configuration, the area to be served by the proposed District is amenable to separate special district governance. As I have already stated, the area within the proposed District is of sufficient size, compactness, and contiguity. Also, the proposed District is limited in purpose and the infrastructure improvements to be provided by the proposed District are limited in scope. For these reasons, the proposed District is a logical mechanism to oversee the installation of capital infrastructure improvements necessary for community development. The lands within the proposed District have sufficient infrastructure needs and maintenance obligations to warrant a separate special district government.

21. **Do you have an opinion, as someone experienced in district management, as to whether the proposed services and facilities of the proposed District will be incompatible with the capacity and uses of existing local and regional community development services and facilities?**

Yes. It is my opinion that the proposed services and facilities of the proposed District are not incompatible with the capacity and uses of existing local or regional community development services and facilities.

22. What is the basis for your opinion?

There is no duplication or overlap of facilities or services because no other entity or unit of government is presently funding or providing the improvements proposed by the District. Furthermore, the proposed District is an efficient method to maintain and manage the necessary infrastructure improvements within the proposed District without overburdening St. Johns County government and its taxpayers.

23. Have you previously worked with other petitioners and prepared a Statement of Estimated Regulatory Costs ("SERC")?

Yes. I have personally prepared SERCs for numerous CDDs throughout Florida.

24. Please describe your prior or current work with the financial management of CDDs in Florida.

My company serves as the Financial Advisor/Consultant to the CDDs serviced by my personnel. Accordingly, I generally am a primary point of contact for the CDD with respect to all issues related to CDD finance and assessments, which is a process that begins at the establishment phase, and continues through the issuance of bonds, and collection of assessment revenues from landowners. As such, I engage in tasks which include, but are not limited to, personally preparing Statements of Estimated Regulatory Costs, and consulting on the bond financing process and related assessments.

25. Are any of these community development districts that you have worked with of approximately the same size as the proposed Trout Creek Community Development District in St. Johns County, Florida?

Yes.

26. Are there any revisions to Exhibit 9, the SERC?

Not at this time.

27. To the best of your knowledge, is Exhibit 9 to the Petition, as amended, a true and accurate recitation of the SERC?

Yes.

28. **What exactly is a SERC?**

Pursuant to Sections 190.005(2)(a) and 190.005(1)(a)8, *Florida Statutes*, a petition to establish a CDD must be accompanied by a SERC. A SERC is an analysis of the financial impact of adopting a proposed rule, or in the case of a CDD proposed to be established by a county or city, the financial impact of adopting a proposed ordinance.

Section 120.541(2), *Florida Statutes*, lists the elements of a SERC which generally include:

(1) An economic analysis showing whether the rule directly or indirectly:

a. Is likely to have an adverse impact on economic growth, private sector job creation or employment, or private sector investment in excess of $1 million in the aggregate within 5 years after the implementation of the rule;

b. Is likely to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of $1 million in the aggregate within 5 years after the implementation of the rule; or

c. Is likely to increase regulatory costs, including any transactional costs, in excess of $1 million in the aggregate within 5 years after the implementation of the rule.

(2) A good faith estimate of the number, and general description of the type of individuals and entities likely to be required to comply with, or to be affected by, the ordinance establishing the CDD.

(3) A good faith estimate of the cost to the agency, and to any other state and local entities, of implementing and enforcing the proposed ordinance, and any anticipated effect on state and local revenues.

(4) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local government entities, required to comply with the requirements of the ordinance.

(5) An analysis of the impact on small businesses, small cities and small counties.

(6) Any additional information that may be useful.

The SERC our firm prepared addresses all the statutory requirements. In rendering our opinion, we utilized methodology which is commonly used in the industry and our experience with other special districts. Based on the information provided by the Petitioner and its consultants, we concluded that the establishment of the proposed District

will not have an adverse impact on any affected person or entity.

29. **Please summarize the costs to St. Johns County resulting from establishment of the Trout Creek Community Development District.**

Since the proposed District consists of less than 1,000 acres, the Petition is submitted to St. Johns County for review and approval in accordance with Section 190.005(2), *Florida Statutes*. As part of the application process, the Petitioner was required to submit an initial filing fee of $15,759. This fee was submitted to St. Johns County on July 28, 2014, as part of the original Petition.

The County will hold a public hearing to discuss the Petition and consider public input. These activities will utilize staff time and the time of the County Commission. The time and costs are minimal, however, for several reasons and in no event should the costs exceed the $15,759 filing fee. For example, the review of the Petition does not include an analysis of the project itself; in fact, such a review is prohibited by statute. The Petition contains all of the information necessary for review and should not require additional staff. No capital costs are involved.

Once the District is established, the District will be an independent unit of local government. The County will not incur any quantifiable ongoing costs resulting from the on-going administration of the District. The District is responsible for its own budget and reporting. The only annual costs to the County would be those associated with the County's optional review of the various reports the District is required to provide. The County may, however, choose not to review the documents.

30. **Please summarize the costs to the State of Florida resulting from the establishment of the Trout Creek Community Development District.**

Once the District is established, the State of Florida will incur only modest administrative costs to review the periodic reports required pursuant to Chapters 189 and 190, *Florida Statutes*, and other law. These reports include the annual financial report, annual audit, and public financing disclosures. To offset these costs, the Florida Legislature has established a maximum fee of $175 per District per year to pay the costs incurred by the Special Districts Information Program to administer the reporting requirement of Chapter 189, *Florida Statutes*. With the exception of the reporting requirements previously mentioned, no additional burden is placed on the State of Florida once the District has been established.

31. **Will the establishment of the proposed District result in costs to local small businesses?**

No. There will be very little impact on small businesses as a result of the District's establishment. If anything, the impact I anticipate will be a positive one because the local businesses will have the opportunity to participate in the competitive bidding process to compete for the newly established District's business.

32. **Will the establishment of the proposed District have a negative impact on state or local revenues?**

Establishment of the District should not negatively impact state or local revenues because the District will be an independent unit of local government. The District will have its own source of revenue. Pursuant to Florida law, debts of the District will be strictly the District's responsibility.

33. **Based on your training and experience in the financial aspect of CDDs, do you have an opinion regarding the financial viability and feasibility of the proposed District?**

Yes.

34. **What is that opinion?**

Based on my experience with other CDDs, in my opinion, the proposed District is expected to be financially viable and feasible.

35. **Based on your training and experience in financial analysis, do you have an opinion as to whether the proposed District is of sufficient size, sufficient compactness, and sufficient contiguity to be developable as a functional interrelated community?**

Yes.

36. **What is your opinion?**

In my opinion, the proposed District is of sufficient size and is sufficiently compact and contiguous to be developable as a functionally interrelated community.

37. **What is the basis for your opinion?**

The proposed District covers approximately 997.90 acres of land. The configuration of the land within the proposed District is compact and contiguous, as depicted in the Petition. As such, it will not create any economic disincentives to the provision of the infrastructure services contemplated in either case.

Given the scope and expected cost of facilities to be provided by the proposed District, 997.90 acres for a planned community containing approximately 2633 residential units provides a sufficient economic base to absorb the annual operating costs for district administration and to efficiently apportion the cost of improvement maintenance within the District.

38. **How is the proposed District sufficiently compact?**

The "sufficiently compact" aspect of the statutory requirement relates to spatial

limitations. The proposed District is sufficiently compact to function as one functionally interrelated community because it can maintain the requisite improvements in a time and cost-efficient manner on a long-term basis.

39. **How is the proposed District sufficiently contiguous?**

From an economic perspective, the property within the proposed District must be arranged in a manner that lends itself to the efficient maintenance of infrastructure and governance. In my opinion, the proposed District meets these requirements.

40. **From a financial perspective, do you have an opinion as to whether the proposed District is the best alternative available for providing the proposed community development services and facilities to the areas to be served?**

Yes.

41. **What is your opinion?**

In my opinion, establishing the proposed District is the best way to assure that growth within the area encompassed by the District pays for itself.

42. **What is the basis for your opinion?**

The Petitioner proposes to establish the District to construct certain public infrastructure and community facilities which will be needed by the property owners and residents of the District. The CDD mechanism allows the community development process to take care of its own needs and restricts costs to those who benefit from the services provided.

Non-ad valorem or special assessments on benefitted property within the District are expected to be used to repay any debt that is incurred for construction of infrastructure. Expenses for operations and maintenance of certain public facilities and services within the District are expected to be paid through maintenance assessments. Use of non-ad valorem and maintenance assessments or user fees ensure that the property receiving the benefit of District services is the same property to pay for those services. CDDs are typically efficient providers of maintenance services as they are subject to government bidding requirements, are professionally managed, and have the ability to place these non-ad valorem assessments on the County tax roll to fund these activities. There are no effective alternatives to providing for such financing structures.

A POA could also provide for the operations and maintenance activities planned for the District. POAs, however, do not have the ability to impose and collect assessments in the same manner as ad valorem property taxes. Additionally, unlike the POA, the District must abide by all governmental rules and regulations, including public bidding for services and Florida's sunshine requirements. Establishment of the District is expected to result in the lowest cost to landowners as compared to the other alternatives. Thus, from an economic perspective, the District is the best alternative.

A CDD is also preferable because the structure lends itself to high accountability. With a District as proposed, property owners within the District would have a focused unit of local government under their direct control. The District is responsive to the needs of property owners without disrupting other County responsibilities. A CDD is an independent special purpose unit of local government designed to focus its attention on providing the best long term service to its landowners and benefited properties. The District would be governed by its own Board of Supervisors. This assures the District will be maintained at the sustained level of quality desired by its landowners.

43. **From an economic analysis perspective, will the services and facilities to be provided by the proposed District be incompatible with the capacity and uses of existing local and regional facilities and services?**

In my opinion, the services and facilities to be provided by the proposed District will not be incompatible with the uses and existing local and regional facilities and services. Provision of the roadways and sidewalks, sewer infrastructure, water infrastructure, reclaimed water, stormwater management facilities, master utilities systems, offsite utility extensions, an amenity center, entry feature and project signage, recreation, parks, trails and trees that Petitioner expects the proposed District to construct, and in some cases maintain and manage, are necessary to facilitate development in the area proposed to be included within the District. These facilities and services are not otherwise currently provided by local government in the planned District area.

44. **As someone experienced in the financial aspects of CDDs, do you have an opinion as to whether the area that will be served by the proposed District is amenable to separate special district government?**

Yes.

45. **What is your opinion and its basis?**

The proposed District encompasses approximately 997.90 acres. First, land of this size is large enough to support its own community with individual facility and service needs. Second, although maintenance of improvements is also a concern, the proposed District can be utilized as an efficient long-term mechanism to ensure that the landowners of the District pay for and receive proper and required maintenance.

Additionally, the area that will be included within the proposed District is of sufficient size, compactness and contiguity to be served by the proposed District. The proposed District is clearly amenable to separate special district governance. The basis for my opinion is my experience with other districts of similar size and configuration. The land area is well suited for the proposed services and facilities.

46. **Generally, how does a CDD operate financially, both on a day-to-day and a long-term basis?**

Usually, most or all of the land within a CDD is initially owned by the developer, so the landowner/developer and the CDD may enter into a funding agreement to fund the CDD's operating expenses. This agreement acts in the place of assessments that the CDD might have imposed upon property within the CDD. Such agreements are common, particularly when a CDD is formed in the middle of a fiscal year.

CDDs frequently issue bonds, which must be secured by a trust agreement, for long-term capital projects. Also, Chapter 75, *Florida Statutes*, requires bond validation and confirmation by court decree when a bond matures over a period of more than five years. CDDs may also borrow funds on a long or short-term basis.

CDD debt may be retired by the CDD through non-ad valorem or special assessments imposed on benefitted properties, or rates, fees and charges imposed on users of CDD facilities and services. The CDD's debt cannot become the debt of any other government (city, county or state), absent that government's consent.

Once a funding source has been secured, the Board must authorize all expenditures. The District Manager is then responsible for the day-to-day operations of the district, including handling invoices, bills and expenses.

47. **Does this conclude your testimony?**

Yes.

The St. Augustine Record

COPY OF ADVERTISEMENT

PUBLISHED EVERY MORNING SUNDAY THRU SATURDAY
ST. AUGUSTINE AND ST. JOHNS COUNTY, FLORIDA

STATE OF FLORIDA,
COUNTY OF ST. JOHNS

Before the undersigned authority personally appeared **HALEY COOK**

who on oath says that he/she is an Employee of the St. Augustine Record,

a daily newspaper published at St. Augustine in St. Johns County, Florida:

that the attached copy of advertisement being a **DISPLAY AD**

In/the matter of **NOTICE OF HEARING – TROUT CREEK CDD**

was published in said newspaper **SEPT 23, 30, OCT 7, 14, 2014**

Affiant further says that the St. Augustine Record is a newspaper published at St. Augustine, in said St. Johns County, Florida, and that the said newspaper heretofore been continuously published in said St. Johns County, Florida, each day and has been entered as second class mail matter at the post office in the City of St. Augustine, in said St. Johns County, for a period of one year preceding the first publication of the copy of advertisement; and affiant further says that he has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing the advertisement for publication in the said newspaper.

Haley Cook

HALEY COOK

Sworn to and subscribed before me this **14th day of OCTOBER, 2014.**

by HALEY COOK who is personally known to me
or who has produced **PERSONALLY KNOWN** as identification

(Signature of Notary Public)

SHAWNE' H ORDONEZ
MY COMMISSION # EE212989
EXPIRES July 01, 2016
(Seal)
(407) 398-0153 FloridaNotaryService.com

NOTICE OF LOCAL PUBLIC HEARING

St. Johns County Board of County Commissioners
For Establishment of the Trout Creek Community Development District

DATE: October 21, 2014
TIME: 9:00 a.m.
LOCATION: County Auditorium, County Administration Building
500 San Sebastian View
St. Augustine, Florida

In accordance with the provisions of Chapter 190, Florida Statutes, a public hearing will be held by the St. Johns County Board of County Commissioners beginning at 9:00 a.m. on October 21, 2014, in the County Auditorium at the County Administration Building, 500 San Sebastian View, St. Augustine, Florida, to consider an ordinance granting a petition to establish the "Trout Creek Community Development District" (the "District"). The title of the proposed ordinance is as follows:

AN ORDINANCE ESTABLISHING THE TROUT CREEK COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO CHAPTER 190, FLORIDA STATUTES (2014); NAMING THE DISTRICT; DESCRIBING THE EXTERNAL BOUNDARIES OF THE DISTRICT; DESCRIBING THE FUNCTIONS AND POWERS OF THE DISTRICT; DESIGNATING FIVE PERSONS TO SERVE AS THE INITIAL MEMBERS OF THE DISTRICT'S BOARD OF SUPERVISORS; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

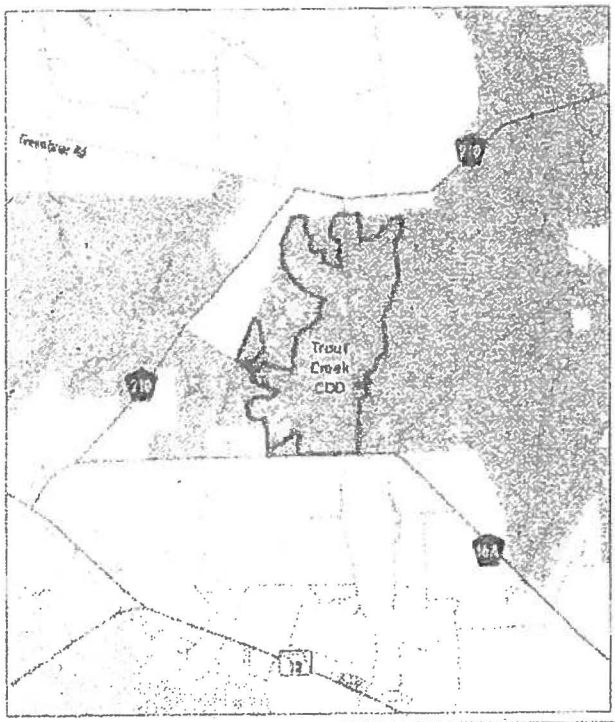
The District is comprised of approximately 997.90 acres, more or less, generally located north of County Road 16A, southeast of County Road 210, and west of Interstate 95, entirely within St. Johns County, Florida. The petitioner has proposed to establish the District to plan, finance, acquire, construct, operate and maintain infrastructure and community facilities which may be authorized by such district under Florida law, including Chapter 190, Florida Statutes.

Copies of the petition, department reports and proposed ordinance are open to public inspection at the Growth Management Department in the Permit Center at 4040 Lewis Speedway, St. Augustine, Florida.

All interested persons and affected units of general - purpose government shall be given an opportunity to appear at the hearing and present oral or written comments on the petition. Any persons or affected unit of general - purpose local government, who wish to appeal any decision made by the Board with respect to any matter considered at this public hearing will need a record of the proceedings. For that purpose the person or local unit of general-purpose government may need to insure that a verbatim record of the proceedings is made that includes the testimony and evidence upon which the appeal is to be based.

NOTICE TO PERSONS NEEDING SPECIAL ACCOMMODATIONS AND TO ALL HEARING IMPAIRED PERSONS: In accordance with the Americans with Disabilities Act, persons needing a special accommodation or an interpreter to participate in the proceedings should contact ADA Coordinator, at (904) 209-0650 or the County Administration Building, 500 San Sebastian View, St. Augustine, FL 32095 (for hearing impaired individuals call Florida Relay Service at 1-800-955-8770, no later than 5 days prior to the date of the hearing).

BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA
JOHN H. MORRIS, CHAIRMAN
File Number: CDD 2014-01



A black and white copy of this document is not official

If photocopied or chemically altered, the word "VOID" will appear.

"State of Florida" appears in small letters across the face of this 8½ x 11" document.

STATE OF FLORIDA
DEPARTMENT OF STATE

I, KEN DETZNER, Secretary of State of the State of Florida, do hereby certify that the above and foregoing is a true and correct copy of St. Johns County Ordinance No. 2014-44, which was filed in this office on October 28, 2014, pursuant to the provisions of Section 125.66, Florida Statutes, as shown by the records of this office.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the 29th day of October, A.D., 2014.

Ken Detzner

Secretary of State

DSDE 99 (3/03)

The original document has a reflective line mark in paper. Hold at an angle to view when checking.