

HOLLEY NAVARRE WATER SYSTEM
THE CLUB AT HIDDEN CREEK
COMBINED BOARD MEETINGS
MAY 19, 2020
6:00 P.M. - 7:19 P.M.

DARYL LYNCHARD, PRESIDENT

JAMES DABNEY, VICE PRESIDENT

GRANT SUMMERS, SECRETARY-TREASURER

MIKE KENNEDY, DIRECTOR

KEVIN LANIER, DIRECTOR

FRED TERASA, DIRECTOR

WILL GOULET, DIRECTOR

KEITH KILPATRICK, ESQUIRE

TORIN BRAND, IT, HNWS

JAMIE GENTRY, NAVARRE PRESS

RANDY MEREDITH, NAVARRE NEWSPAPER

(APPEARING TELEPHONICALLY)

CINDY CALLEN, GM, CLUB AT HIDDEN CREEK

BARBARA CARAWAN, HNWS OFFICE MANAGER

PHIL PHILLIPS, MESI

CLINTON WELLS, HNWS

DANNY HAWKINS, HNWS

MARK TURNER, HNWS

AMBER BUCKHOLTZ, HNWS

CHRIS LEGG, HNWS

DEBORAH KHARUF, COURT REPORTER

1 P-R-O-C-E-E-D-I-N-G-S

2 MR. LYNCHARD: Director Goulet, would you
3 like to lead us in prayer?

4 MR. GOULET: If you will bow your heads,
5 please?

6 (INVOCATION BY DIRECTOR GOULET.)

7 MR. LYNCHARD: Join me in a prayer -- I
8 mean, the pledge of allegiance.

9 (PLEDGE OF ALLEGIANCE.)

10 MR. LYNCHARD: Please be seated. Audio
11 and video recorders are in use. This meeting is being
12 live-streamed.

13 We need to approve the minutes and
14 transcripts from the April 21st Holley Navarre Water
15 System Board of Directors regular meeting.

16 MR. TERASA: So moved.

17 MR. LANIER: Second.

18 MR. LYNCHARD: We have a motion and a
19 second. Is there any discussion?

20 (NO AUDIBLE RESPONSE.)

21 MR. LYNCHARD: No discussion noted. All
22 those in favor say "Aye"?

23 MR. GOULET: Aye.

24 MR. LANIER: Aye.

25 MR. DABNEY: Aye.

1 MR. KENNEDY: Aye.

2 MR. TERASA: Aye.

3 MR. SUMMERS: Aye.

4 MR. LYNCHARD: Any opposed?

5 (NO AUDIBLE RESPONSE.)

6 MR. LYNCHARD: Motion carries.

7 Approval of memberships. We have 269 new
8 memberships. We have 245 cancelled memberships and one
9 transfer for April.

10 MR. LANIER: Motion to approve the new
11 memberships.

12 MR. TERASA: Second.

13 MR. LYNCHARD: We have a motion and a
14 second. Is there any further discussion?

15 We probably need to change that to approve
16 membership adjustment or approve new memberships,
17 cancelled memberships, and transfers.

18 MR. LANIER: Run it by me again?

19 MR. LYNCHARD: You said, "Approve new
20 memberships."

21 MR. LANIER: Oh, okay. Approval of the
22 membership changes as presented.

23 MR. LYNCHARD: Is that good?

24 MR. TERASA: I'll second.

25 MR. LYNCHARD: We have a motion and a

1 second. Is there any further discussion?

2 (NO AUDIBLE RESPONSE.)

3 MR. LYNCHARD: None noted. All those in
4 favor say "Aye"?

5 MR. GOULET: Aye.

6 MR. LANIER: Aye.

7 MR. DABNEY: Aye.

8 MR. KENNEDY: Aye.

9 MR. TERASA: Aye.

10 MR. SUMMERS: Aye.

11 MR. LYNCHARD: Any opposed?

12 (NO AUDIBLE RESPONSE.)

13 MR. LYNCHARD: Motion carries.

14 Review of the April 20th -- or April 2020
15 financial statements that's in your packets. Does
16 anybody have any questions on the financial statements,
17 other than the glaring one at the bottom?

18 MR. KENNEDY: Yeah. That was my question,
19 the glaring one.

20 MR. LYNCHARD: Okay. And would -- I
21 would -- I -- the main reason it is -- is the -- well,
22 the only reason it is -- otherwise, we would have a
23 profit for the month, but we had our annual pension
24 contribution in the amount of \$732,784.

25 And, of course, that covers most of the

1 year, but we are going to get into that a little later in
2 the meeting. As a Board member, I would like to suggest
3 that maybe we have Barbara or the lady in accounting take
4 at least our budgeted amount for the year and amortize
5 that over all 12 months.

6 So rather than having one month where we
7 have a \$430,000 loss, we can spread that out over the
8 year because it truly should -- that's more of a cash
9 basis picture, and it would give us a better idea of what
10 we are doing on a monthly basis, if we did amortize it
11 over the year.

12 MR. KENNEDY: Do you know -- do we get
13 a -- I mean, is it a better thing to frontload it, in
14 essence, in May and to pay the full amount? Or is it
15 okay to pay it through the whole year?

16 MR. LYNCHARD: I am not saying that we
17 should pay it over the year.

18 MR. KENNEDY: Right.

19 MR. LYNCHARD: I am just saying we should,
20 for financial purposes, we should amortize it over the
21 year. Obviously, it is definitely better to make it in
22 one lump sum, because you get the benefit of the interest
23 and we do get the interest and projected earnings at the
24 Federal rate. So we get a lower rate if we make it all
25 in one lump sum at the beginning of the year.

1 MR. KENNEDY: So you are just saying now
2 on the books, we are going to take that and we are going
3 to divide it by 12?

4 MR. LYNCHARD: Divide it by 12 so we can
5 see what the true reflection of our financial position is
6 each month.

7 MR. KENNEDY: Got you. Right. Because
8 this throws the numbers way out of whack.

9 MR. LYNCHARD: That's right.

10 MR. KENNEDY: Okay.

11 MR. LYNCHARD: And then, next month, we
12 won't have anything booked yet. It will be part of
13 that action then.

14 MR. KENNEDY: Got you.

15 MR. LYNCHARD: Can we work on that,
16 Barbara?

17 MS. CARAWAN: Yes, sir. We can do that.

18 MR. LYNCHARD: Is there any other
19 questions on the financial statements as presented?

20 MR. TERASA: I move that we approve the
21 month and year end year-to-date April 2020 financial
22 statements.

23 MR. KENNEDY: Second.

24 MR. LYNCHARD: Second. We have a motion
25 and a second. Is there any further discussion?

1 (NO AUDIBLE RESPONSE.)

2 MR. LYNCHARD: None noted. All those in
3 favor say "Aye"?

4 MR. GOULET: Aye.

5 MR. LANIER: Aye.

6 MR. DABNEY: Aye.

7 MR. KENNEDY: Aye.

8 MR. TERASA: Aye.

9 MR. SUMMERS: Aye.

10 MR. LYNCHARD: Any opposed?

11 (NO AUDIBLE RESPONSE.)

12 MR. LYNCHARD: None noted. Motion
13 carries.

14 Visioning experience -- or exercise --
15 both, I guess. Would you like to go over that?

16 MR. TERASA: Just real quickly. After we
17 met on the 25th, the next day, I did make a report. And
18 here, I sent it out. This is a copy of that very report.

19 I think the key is that took the Board's
20 input and the eight issues or concerns we had in terms
21 again of some of what I thought were at least some decent
22 objectives for the year. This gives us additional
23 impetus to what we are trying to accomplish.

24 I assume everybody has read those. Any
25 comments with the way those were estimated? Or I think

1 they hit the mark. But I would like to think as a staff,
2 actually, the CEO may want to be -- he understands where
3 we were coming from.

4 MR. LYNCHARD: I think it was a good
5 exercise.

6 MR. TERASA: Yeah.

7 MR. LYNCHARD: It's something we should do
8 on an annual basis.

9 MR. GOULET: I just want to say thank you
10 to Fred for everything you are doing. I think it was
11 good for the Board members to get together and
12 brainstorm. I think it was a good exercise. I
13 appreciate it, Fred.

14 MR. TERASA: Now, I think one of the
15 details that -- essentially realizing we have a lot more
16 in common than we sometimes feel like we do when we are
17 out with each other.

18 MR. LANIER: Yeah.

19 MR. TERASA: We really came to grips with,
20 hey, what's important for our company this year? On an
21 annual basis, we have got to be working on it.

22 MR. LYNCHARD: Thank you.

23 MR. LANIER: Mr. President, do we need to
24 approve this? Or was it basically just approved by
25 consent --

1 MR. LYNCHARD: It was approved by consent.
2 It was a visioning exercise. I don't think it is
3 something that requires a Board action. It just shows
4 what the Board thinks and includes direction if we would
5 like to be going in for staff.

6 We did have the next item -- educational
7 assistance. We have an employee that is working on their
8 degree and they are asking for -- they have been -- they
9 have requested tuition reimbursement per policy, so I
10 just want to let everybody know we are approving calls
11 for that.

12 MR. GOULET: And that's in the Employee
13 Handbook.

14 MR. LYNCHARD: Yes. That's in the
15 Employee Handbook. And we changed it to where the Board
16 doesn't -- the Board doesn't have to vote on that
17 anymore.

18 It was a regular policy. But in the past,
19 until I would say a year ago, a year and a half ago, the
20 Board voted every time, even though it was --

21 MR. KENNEDY: But it was a policy?

22 MR. LYNCHARD: Yeah. So --

23 MR. TERASA: I don't know if it is
24 appropriate if we know what they are achieving or
25 whatever. I think we need to applaud them for that.

1 MR. LYNCHARD: Yeah. I didn't ask her if
2 we could do that. I would be --

3 MR. TERASA: Yeah. Well, again, any
4 employee that's out there seeking to better themselves
5 taking a course to better themselves. Any time we
6 can give back to them --

7 MR. LYNCHARD: That's it. I believe all
8 the tech is approved --

9 Now, back to the pension. 2020 budget
10 amendment for additional Defined Benefit Plan funding.

11 We discussed a little bit of this in the
12 past, over the past month and a half, I guess it was.
13 And I didn't realize, but evidently last year, we just
14 paid the minimum amount, which wasn't a minimum amount.
15 So we were \$149,128 short for 2019 minimum required
16 contribution.

17 In addition, we were short \$51,210 on our
18 2020 plan based on our budget. It's not something that
19 we can vote and not pay. It is required by ERISA and the
20 IRS and the Federal Government.

21 But since it is in excess of our budget,
22 we do need to make a motion to pay it.

23 MR. LANIER: Move to approve the budget
24 amendment as presented.

25 MR. KENNEDY: Second.

1 MR. LYNCHARD: And we are waiting on -- we
2 have a motion and a second. Is there any further
3 discussion?

4 MR. LANIER: What is it you are asking
5 for?

6 MR. LYNCHARD: Okay. For our 2020 plan,
7 our minimum required contribution was --

8 MR. LANIER: For the retirement benefit?

9 MR. LYNCHARD: -- which was \$772,253 for
10 2020. That was our minimum required contribution.

11 The budget that we had for last year had
12 \$732,784 budgeted for that amount, which is what we paid,
13 but that leaves us \$51,210 short.

14 Now, in 2019, we were short \$149,128.

15 MR. DABNEY: Hey, which page is that on?

16 MR. LYNCHARD: If you go to Tab 4, the
17 first page.

18 MR. KENNEDY: And, Mr. President, we are
19 not making these numbers up. These are the numbers that
20 are given by the actuary; right?

21 MR. LYNCHARD: These are the numbers from
22 the actuary, dates that are given, and there is a large
23 part in here that explains everything, why it works the
24 way it does.

25 MR. GOULET: If you don't have the answer,

1 that's fine. But how come our math was off when we
2 estimated what we were going to have to pay each year
3 end? Is there -- what -- I mean, what contributes to
4 that?

5 MR. LYNCHARD: You get a -- it's my
6 understanding that you get a -- whenever they calculate
7 it, like they calculated our 2020 contribution. That's
8 supposed to be what we make. They calculate it in
9 January and they also calculate it at the end of the
10 year. In January, they estimate what it should be.

11 MR. GOULET: Okay.

12 MR. LYNCHARD: And in December, they
13 figure out what the actual number would be, based on
14 earnings from the account during the year.

15 MR. GOULET: Okay. Thank you.

16 MR. LANIER: So back to February -- we
17 talked about \$171,000 -- 171,000 and 161 (sic) --

18 MR. LYNCHARD: They gave -- I believe
19 Barbara can answer this a little better than I can.

20 MR. LANIER: I know it was --

21 MR. LYNCHARD: Yeah. But they gave us
22 some different numbers.

23 MR. DABNEY: Now they are trying to come
24 up with how much?

25 MR. LYNCHARD: Right now, they are saying

1 the total amount that we need to pay is \$203,815.

2 MR. DABNEY: I am confused on how it keeps
3 going up.

4 MS. CARAWAN: I think --

5 (DIRECTORS SPEAKING AMONG THEMSELVES.)

6 MR. LYNCHARD: I agree. That's why I
7 wanted to ask. Go ahead, Barbara.

8 MS. CARAWAN: Okay. Originally, the
9 budget amendment was \$108,000 -- was in February or
10 March, something like that, \$108,000.

11 But, again, that was only an estimate.
12 When we got the final numbers in -- and that was also the
13 estimate for quarterly payments throughout the entire
14 year.

15 Since we paid some off first, the \$732,000
16 early, that reduced a lot of the interest that we were
17 not having to pay or accrue over the year. So that
18 reduced it back down to \$51,210.

19 So instead of the 108 that we were asking
20 for earlier, now it's only \$51,210 because we paid 732
21 early.

22 MR. DABNEY: But it's still doubled -- it
23 has almost doubled since February.

24 MS. CARAWAN: Well, no. The \$149,128 was
25 for the 2019. We didn't have those numbers then.

1 The 108 was only for the 2020
2 contribution.

3 MR. LYNCHARD: Do you know why -- Barbara,
4 this is Daryl. Do you know why we were short by \$149,000
5 in 2019? Or is that just an end of the year calculation?

6 MS. CARAWAN: That's the end of year.
7 Again, these are only estimates. When we get the actual
8 numbers at the end of the year and they run those
9 calculations is when we will get the final number.

10 MR. LYNCHARD: Okay.

11 MR. GOULET: Are we going to have another
12 number at the end of this year due to them, Barbara,
13 where we have to contribute more?

14 MS. CARAWAN: I do not expect any more
15 this year. Maybe this time next year for the 2020
16 actual. Again, these are only minimum contributions,
17 minimum estimated contributions.

18 MR. DABNEY: That sounds good.

19 MR. GOULET: Thank you.

20 MR. DABNEY: I think it is a 12 percent,
21 13 percent increase in the actual contribution amount?

22 MR. KENNEDY: Between?

23 MR. DABNEY: The additional 13 percent --
24 I don't have a calculator in front of me.

25 MR. KENNEDY: Oh, you are talking about

1 from the --

2 MR. DABNEY: If we are adding 152 to a
3 722?

4 MR. LYNCHARD: No. You would add this to
5 last year's contribution and then compare it to last
6 year's and this year's. Does that make sense?

7 MR. DABNEY: It would make it worse.

8 MR. LYNCHARD: No. That would make last
9 year's higher. It would make this year's increase.

10 MR. DABNEY: I don't know the numbers.

11 MR. KENNEDY: And, I guess, Mr. President,
12 the question comes down to where are we pulling this out
13 of the budget. Right?

14 MR. LYNCHARD: Exactly.

15 MR. KENNEDY: So where does that come
16 from?

17 MR. DABNEY: \$203,000 increase -- and that
18 number on a million dollars -- \$203,000 increase. That
19 is weird. I'm looking at the two, okay, I'm just reading
20 what I see on the plan -- 970, the two --

21 (DIRECTORS SPEAKING OVER EACH OTHER.)

22 MR. LYNCHARD: Your 203 is 152 for 2019.
23 And 51 for 2020 (sic).

24 MR. DABNEY: Can we get this straight now?

25 MR. KENNEDY: Is it up for the Board to

1 decide where this comes from?

2 MR. LYNCHARD: Yes.

3 MR. KENNEDY: Or are we going to have --
4 or is it just coming out of the general fund?

5 MR. LYNCHARD: It's out of the general
6 fund. At this point, we need to decide where it is
7 coming from.

8 MR. GOULET: Barbara has got a special box
9 that she has --

10 MR. KENNEDY: The little cookie jar is
11 where I am looking.

12 (DIRECTORS SPEAKING OVER EACH OTHER.)

13 MR. GOULET: Are you going to tap on it
14 with your little fairy magic dust and make it happen?

15 MR. KENNEDY: I just assume we are just
16 pulling this out of cash?

17 MR. LYNCHARD: Yes.

18 MR. KENNEDY: Out of our operating
19 account. Is that correct?

20 MR. LYNCHARD: Yes.

21 MR. KENNEDY: Unrestricted?

22 MR. LYNCHARD: Yeah. Unrestricted.

23 MR. KENNEDY: Got you.

24 MR. LANIER: And just for future reference
25 before polling them, if we move them into a more

1 conservative stance, it's no longer in an out of balance.
2 It's just moving toward the conservative.

3 MR. LYNCHARD: Okay. Any more discussion?

4 (NO AUDIBLE RESPONSE.)

5 MR. LYNCHARD: No further discussion
6 noted. All those in favor say "Aye"?

7 MR. GOULET: Aye.

8 MR. LANIER: Aye.

9 MR. DABNEY: Aye.

10 MR. KENNEDY: Aye.

11 MR. TERASA: Aye.

12 MR. SUMMERS: Aye.

13 MR. LYNCHARD: Any opposed?

14 (NO AUDIBLE RESPONSE.)

15 MR. LYNCHARD: Motion carries.

16 MR. KENNEDY: Mr. President, I would be
17 more interested in the -- we have a Pension Committee;
18 correct?

19 MR. LYNCHARD: Yes.

20 MR. KENNEDY: I would be interesting in
21 being on that committee, if that's allowable.

22 MR. LYNCHARD: I think all Board members
23 should be on it, if they would like to. Most definitely
24 I want the Chairs to be.

25 MR. GOULET: Whenever there is a Pension

1 meeting, any Board member is more than welcome to come
2 to, just so you know.

3 I think, Kevin -- you are on -- you are
4 the Director on it. Kevin can email you when there is a
5 meeting you can go to.

6 MR. KENNEDY: I know that would be good.
7 I think it's a good thing to wrap our hands -- our
8 hands -- our head around it.

9 MR. LANIER: We were at the last
10 meeting with the funding manager.

11 MR. KENNEDY: Got you.

12 (DIRECTORS SPEAKING AT THE SAME TIME.)

13 MR. LYNCHARD: All right. I don't know.
14 Is anybody from Omnicommander on the phone line?

15 (NO AUDIBLE RESPONSE.)

16 MR. LYNCHARD: They did say they wanted to
17 come, Keith, didn't they?

18 MR. KILPATRICK: I engaged with them.
19 They said they were either going to call in or come, so I
20 don't know.

21 MR. LYNCHARD: Okay. They were supposed
22 to come in and try to sell us on extending the contract.

23 MR. GOULET: Keith, when is that contract
24 up?

25 MR. KILPATRICK: June 1st.

1 MR. GOULET: Do we have to send them any
2 notifications?

3 MR. KILPATRICK: On that.

4 MR. GOULET: We already did?

5 MR. KILPATRICK: I did. Yes.

6 MR. GOULET: So we are square on that?

7 MR. KILPATRICK: Yes.

8 MR. GOULET: Okay.

9 MR. LYNCHARD: Torin, do you know how many
10 posts they have made on the Facebook account they posted?

11 MR. BRAND: I think two to three.

12 MR. LYNCHARD: Yeah. Did you get any
13 updates on that YouTube account?

14 MR. BRAND: Not sure. There was an
15 Instagram account that they had played with possibly
16 creating a new account. I guess that there was one
17 created over five years ago that no one has any account
18 info for.

19 MR. LYNCHARD: Okay.

20 MR. BRAND: I didn't see any communication
21 that that ever happened. And I didn't know if the
22 contract stipulated if we get the account that they
23 created at the end of this or not.

24 MR. LYNCHARD: Yeah.

25 MR. BRAND: But I haven't seen anything.

1 MR. LYNCHARD: Okay.

2 MR. KILPATRICK: I don't think it mentions
3 it at all.

4 MR. KENNEDY: And I assume we won't see
5 any posts unless we are directing the search provider to
6 provide what we want them to.

7 MR. BRAND: That's how it has been. I
8 don't know if there was some marketing contract that was
9 left out of that --

10 MR. GOULET: When was the last time you
11 had contact with them? Was that in February?

12 MR. BRAND: It was in February. We let
13 them know that Rob is no longer with the company and that
14 we needed to post a Boil Water notice.

15 MR. GOULET: Yeah. Now, do they transfer
16 passwords or anything like that to you as far as any
17 accounts or anything?

18 MR. BRAND: They did not. I asked them to
19 change the password credentials, if he had access to it,
20 but they didn't --

21 MR. GOULET: Get a reply?

22 MR. BRAND: They didn't offer. Well, they
23 didn't speak to that aspect directly.

24 MR. GOULET: Okay.

25 MR. BRAND: So I assume it's been changed

1 and it's gone.

2 MR. KENNEDY: Again, the whole point is
3 the CEO, if there is something like a message that you
4 want to push out, that's where you engage a consulting
5 company such as them. We are not really wanting to push
6 a message, then, there will be no message.

7 MR. LYNCHARD: Yeah. Okay.

8 MR. DABNEY: How long until the contract
9 ends?

10 MR. LYNCHARD: I think it ends next month.
11 July?

12 MR. KILPATRICK: Well, technically, it is,
13 like, May 30th, I believe.

14 MR. LYNCHARD: Okay.

15 MR. KILPATRICK: Yeah.

16 MR. LANIER: We already sent our
17 non-renewal?

18 MR. KILPATRICK: That's correct.

19 MR. DABNEY: We sent them a non-renewal?

20 MR. KILPATRICK: Yeah. I did. Yesterday,
21 I did.

22 MR. LYNCHARD: I guess they never showed
23 up at a meeting yet.

24 Personnel meeting. Director Goulet?

25 MR. GOULET: All right. Well, I wanted to

1 inform everybody that we had a meeting. And Kevin and
2 Mike and I brainstormed. And I appreciate Kevin putting
3 it all together as far as the finalizing and description.

4 All that was sent to the Board members for
5 you guys to read it and do a Board action without a
6 meeting. And from what I understand, that was audibly
7 done successful.

8 MR. LYNCHARD: Yeah.

9 MR. GOULET: Kevin, I appreciate what you
10 put into that for us. We were able to speak with Landrum
11 on possibly providing us services for that. I know
12 Mr. Lynchard and Kevin would like us to possibly go
13 outside and get three other quotes total because of the
14 fact of the cost of it to do our due diligence.

15 And I believe Daryl has the name of two
16 other suitors that we could put this out. So my
17 recommendation to the Board would be to have the
18 President send out those other two companies' criteria
19 for a bid and get the bid back hopefully within the next
20 couple weeks so we can go ahead and select a company and
21 start this search.

22 I know if we solely go through Landrum, we
23 will get one set price. But if we go through three
24 different companies, we might get a different price, so I
25 guess it is good to shop and see what the prices are.

1 MR. LANIER: One of the things that I was
2 looking at was -- we had the option of this exclusive
3 agreement with Landrum, but you can also do a
4 non-exclusive, where you can go out and hire anybody you
5 want as far as the company. You can hire 20 companies to
6 do the search.

7 MR. GOULET: Right.

8 MR. LANIER: And the one that gets the
9 fish gets the payment.

10 MR. GOULET: Right.

11 MR. LANIER: So we have got the option of
12 broadcasting that way or even more specific with Landrum
13 keeping it closer in-house so that we have more say on
14 it.

15 MR. GOULET: My suggestion is have Mr.
16 Lynchard contact those other two companies with the
17 criteria and see what they give us back for feedback. If
18 they can come in at 50 percent less or 50 percent higher,
19 we may know what we need to do with Landrum as far as
20 making them exclusive or allowing other companies to do
21 the search for us also.

22 My whole idea would be for a company to
23 narrow it down to three selections and then do the
24 background check, and then, the Board would add the
25 interviews of those three selections, and then, the Board

1 would make a decision. That would be my suggestion.

2 MR. LANIER: Sounds good. From all
3 indications, there were broad negotiated rates --

4 MR. GOULET: Correct.

5 MR. LANIER: -- from Landrum, what they
6 had to spend, and if we let them do it exclusively,
7 because we already have this agreement with them, so it
8 is absorbed.

9 MR. GOULET: And I know there is some
10 stipulation of a guarantee in there, also, as far as a
11 candidate, if they are able to select one. I don't know
12 if that is norm to the industry or not, but --

13 MR. LANIER: We will find out.

14 MR. GOULET: -- we can find that out.

15 MR. KENNEDY: It sounds like to me, one,
16 we have all agreed on the CEO job description that we are
17 ready to go with.

18 Two, the possibility of getting
19 professional services to find us a CEO.

20 And then, a third thing I don't know if we
21 have discussed is -- are we going to allow others to send
22 in resumes straight to Holley Navarre Water System such
23 to Barbara or whatever? Or is all search going through
24 the professional?

25 MR. GOULET: I guess the last part where

1 you spoke about, I think what we need to do is research
2 and go to two companies, get feedback from them, and then
3 decide from that because --

4 MR. KENNEDY: Extend it to them.

5 MR. GOULET: Exactly. Decide if we are
6 going to go through those three companies and allow them
7 to make the background decisions and stuff so we don't
8 have to do the footwork on that.

9 MR. KENNEDY: That's true.

10 MR. LYNCHARD: And I think it would be
11 best if we had a professional that was vetting everyone.

12 MR. DABNEY: My question was -- Kevin,
13 where did you see that -- the group part of where --

14 MR. LANIER: Which?

15 MR. DABNEY: Where you got like 20
16 different companies to do it?

17 MR. LANIER: Well, it all depends on the
18 agreement that you have with each company.

19 MR. DABNEY: Right.

20 MR. LANIER: Now, if you sign an agreement
21 with a non-exclusive, then you can hire as many companies
22 as you want to do that search. Where if you do it as an
23 exclusive agreement, you may get a better rate, but they
24 are the only company that's advertising it and putting it
25 out.

1 MR. DABNEY: That's what I would think
2 would be the best option. And that way, we get
3 nationwide exposure versus maybe a small exposure.

4 MR. KENNEDY: Well -- and I think right
5 now Director Goulet's idea of we need to shop around for
6 two other --

7 MR. DABNEY: That's what I am saying.

8 (DIRECTORS SPEAKING OVER EACH OTHER.)

9 MR. KENNEDY: -- to get bidding from two
10 others. Right?

11 MR. DABNEY: That's it.

12 MR. KENNEDY: That's where we are at right
13 now.

14 MR. LANIER: Yeah, we should. Whoever
15 does that should be looking for what the prices are for
16 exclusive and what the prices are for non-compete.

17 MR. LYNCHARD: Sounds like a volunteer.

18 (DIRECTORS SPEAKING OVER EACH OTHER.)

19 MR. TERASA: Daryl, there might be some
20 out there that are not in contact, but they can certainly
21 reach out and see who we are using and that person could
22 reach out to Landrum and whoever it might be.

23 MR. GOULET: Well, you know, it would be
24 real easy for Torin to list on the website, we are using
25 this company for the search. Here, if there are any

1 questions, inquire here.

2 MR. KENNEDY: This way, until we got
3 everybody covered.

4 THE COURT: That's right.

5 MR. KENNEDY: Everybody has a chance to
6 put in and we get our best pull.

7 MR. GOULET: That's right.

8 MR. TERASA: And then, they can also get
9 in the vetting process, I think, is what you are --

10 MR. LYNCHARD: That's correct.

11 MR. DABNEY: Well, I definitely like
12 Kevin's idea of putting it in the non-exclusive and he
13 has got three different companies to do the work that we
14 would be exclusive to one. I don't like the exclusive to
15 one idea.

16 MR. LYNCHARD: We get back on close. I
17 understand if it's exclusive -- if it's exclusive, they
18 may charge us ten percent. If it is not not exclusive,
19 they might charge us five percent. That's why I wanted
20 to look at it.

21 MR. LANIER: It might be the other way
22 around, though.

23 MR. GOULET: So is there any other
24 questions on that?

25 (NO AUDIBLE RESPONSE.)

1 MR. GOULET: I appreciate everybody's work
2 on this. I know it's taken a while. But we all got
3 together. Like Fred said, when we get together, we get a
4 lot of this stuff done. So I appreciate everybody's help
5 on it.

6 MR. TERASA: Yeah. Good job.

7 MR. LYNCHARD: Anything else for the
8 betterment of Holley Navarre Water System?

9 (NO AUDIBLE RESPONSE.)

10 MR. LYNCHARD: Then we will move onto the
11 Club at Hidden Creek. Ms. Cindy?

12 MS. CALLEN: Yes.

13 MR. LYNCHARD: You are up.

14 MS. CALLEN: Okay. So we will start with
15 the financials. The course closed 21 days due to the
16 corona virus. So our revenue is really low. It's
17 \$60,040.

18 Our expenses were also down, but they were
19 still \$110,000, which was a loss for the month of April
20 right at \$50,000.

21 The good news is our 2020 revenue
22 year-to-date for the course operating income is still in
23 the positive at \$26,889.

24 MR. DABNEY: Cindy, were you able to get
25 any of this -- I'm sorry. Go ahead.

1 MS. CALLEN: Go ahead.

2 MR. DABNEY: Were you able to get any of
3 the PPP money from the Government to help along the
4 offsetting of the -- where you will be able to pass it
5 from that next month to the month after?

6 MS. CALLEN: Yes, we did. We did receive
7 the PPP loan.

8 MR. DABNEY: Okay. And you will be able
9 to do -- you will be able to use the 75/25 stuff on the
10 employees? Because I know I am having a hard time with
11 my employee process of it using the 75 percent basically
12 because we don't the staff at -- the requirement for
13 staff at the restaurant.

14 MS. CALLEN: Yes. We do still have our
15 full staff. So we should be 75/25 correctly.

16 MR. DABNEY: Okay. So that should -- so
17 that should make your -- that should make your payroll
18 numbers significantly better -- that will make your
19 March -- your May numbers look significantly better based
20 off of the -- your actual revenue versus expenses that
21 will come back. You guys understand that?

22 (DIRECTORS SPEAKING AT THE SAME TIME.)

23 MS. CALLEN: I am sorry.

24 MR. LYNCHARD: Go ahead, Cindy.

25 MS. CALLEN: Okay. At this time, we did

1 record it as liability, and then, once that 75 percent
2 forgiveness is in there, we can call it revenue. So I
3 don't know if it will be May or July.

4 MR. DABNEY: That's the same thing we are
5 doing now with our numbers. We are on the same thing
6 that they did. The Federal Government is working on
7 making that a 24-week period rather than an eight-week
8 period.

9 That's going to work right now. Which, if
10 that's the case, it will give all of us a chance to use
11 the money correctly. Did you see that?

12 MS. CALLEN: Absolutely.

13 MR. DABNEY: You know, this would be
14 better because instead of having to shove the money out
15 to -- over an eight-week period, you will have the time
16 to spend it adequately on employees versus having to
17 spend it all up front to meet the criteria instead of
18 having it sit there.

19 (DIRECTORS SPEAKING OVER EACH OTHER.)

20 MR. KENNEDY: Hey, Cindy, with the loss of
21 revenue of \$50,000, is that going to -- is that going
22 to -- do you have any concerns in your budget or
23 anything? Or do you have -- do you have your reserves to
24 be able to handle all of this?

25 MS. CALLEN: With the PPP loan, I do not

1 have concerns. We didn't do near as much as we thought
2 we would when we were closed, so we should be fine.

3 MR. KENNEDY: Thank you.

4 MR. GOULET: I make a motion to approve
5 the financials as presented.

6 MR. KENNEDY: Second.

7 MR. LYNCHARD: We have a motion and a
8 second. Is there any further discussion?

9 MR. TERASA: Cindy, would you explain the
10 PPP loan or grant? Is it really a loan where you have to
11 pay that back? Or what happens?

12 MS. CALLEN: I don't think the guidelines
13 are completely defined yet. And that's what Mr. Dabney
14 was saying. I believe if you spend 75 percent on labor
15 and insurance that that part will be forgiven.

16 MR. DABNEY: It's -- you are 100 percent
17 correct on the guidelines for right now. The 25 percent
18 is forgiven as long as the 75 percent is spent on
19 employee wages and unemployment --

20 MR. GOULET: That's correct.

21 MR. DABNEY: -- in total.

22 MR. KENNEDY: I am checking. Got it. I
23 can always look at it --

24 MR. LYNCHARD: What I was going to say is
25 if you look at it, and it's kind of misleading with the

1 PPP loan, because it would be an offset for our wages
2 during -- I don't know exactly when that started. I want
3 to say it started --

4 MR. DABNEY: It starts the day that you
5 sign the PPP loan --

6 MR. LYNCHARD: Then it started -- our
7 payroll is 50 -- just looking at this, our payroll was
8 \$57,000.

9 You add in insurance on top of that --
10 health insurance and taxes, and you are looking at in
11 excess of \$70,000 a month. So we are three and a half
12 times the number, so if you have got --

13 MR. LYNCHARD: Yeah.

14 MR. DABNEY: What were your total loans,
15 Cindy?

16 MR. LYNCHARD: We will definitely cover
17 the 75 percent.

18 MR. DABNEY: What was the amount of the
19 total loan, Cindy?

20 MS. CALLEN: The loan was just over
21 \$150,000.

22 MR. DABNEY: So, guys, if you did it, I
23 mean, it would be --

24 MR. GOULET: Just payroll loan would cover
25 it.

1 MR. DABNEY: Yeah.

2 MR. GOULET: In a perfect world, we won't
3 have to pay it back and she can use it -- in a perfect
4 world, but who knows, the Government is involved.

5 MR. DABNEY: The problem is the
6 two-week -- the eight-week period. And you are coming
7 on -- you are coming on from restrictions -- restrictions
8 on restaurants, golf courses. You can't be open at 100
9 percent, so you can't have your entire staff.

10 And you can't maintain your restaurant or
11 business at 100 operational when they are trying to give
12 you the money based off when you are doing 100 percent
13 operational.

14 You can't make it work. It doesn't work.
15 Not in the restaurant business.

16 MR. GOULET: Not in the restaurant
17 business. No, it does not.

18 MR. DABNEY: It does not work. You can't
19 have 50 employees when you are only open 25 percent.

20 MR. GOULET: Right.

21 MR. DABNEY: What are you going to do with
22 them? Sit them around the table and tell them to roll
23 silverware?

24 MR. LYNCHARD: All right. We have a
25 motion and a second. Is there any further discussion?

1 (NO AUDIBLE RESPONSE.)

2 MR. LYNCHARD: All those in favor say
3 "Aye"?

4 MR. GOULET: Aye.

5 MR. LANIER: Aye.

6 MR. DABNEY: Aye.

7 MR. KENNEDY: Aye.

8 MR. TERASA: Aye.

9 MR. SUMMERS: Aye.

10 MR. LYNCHARD: Any opposed?

11 (NO AUDIBLE RESPONSE.)

12 MR. LYNCHARD: Motion carries.

13 Planning for the future of the Club at
14 Hidden Creek. Fred, that's you.

15 MR. TERASA: That's right.

16 MR. LYNCHARD: Why don't you put it on
17 there?

18 MR. TERASA: Let me give you a copy of the
19 motion. I am going to announce --

20 MR. LYNCHARD: I thought you were going
21 to --

22 MR. TERASA: No. I don't want there to be
23 any question of what we are saying.

24 We have a wonderful opportunity. I feel
25 like I need to make this motion. I move that the Board

1 task the Golf Course Committee, hence myself, Mr. Goulet,
2 and Mr. Kennedy to present a proposal for the sale of the
3 Club at Hidden Creek at our June 16th monthly Board
4 meeting.

5 Furthermore, to ensure that the Board's
6 intentions for such sale are clear, the following minimum
7 provisions must be included:

8 First, that the minimum bid must be \$1.9
9 million.

10 Second, the buyer agrees that until the
11 Eglin RIB project is operational, Holley Navarre Water
12 System has the right to spray its effluent up to its
13 authorized daily limit.

14 Third, and finally, the buyer agrees that
15 once the Eglin RIB is operational, Holley Navarre Water
16 System will be allowed to spray its effluent up to its
17 authorized average daily limit should the transmission
18 system to the Eglin RIB fails.

19 Finally, the buyer agrees to maintain the
20 Club at Hidden Creek property as a golf course in
21 perpetuity.

22 It's pretty clear. This -- that is the
23 motion. Do I get a second?

24 MR. LANIER: I will second that motion.

25 MR. LYNCHARD: We have a motion and a

1 second. Is there any further discussion? I will kick
2 that one off.

3 MR. TERASA: Well, I guess if I make the
4 motion, I get the first shot.

5 MR. LYNCHARD: Well, go ahead. Just
6 don't take -- Fred, you're on. Just keep talking.

7 (DIRECTORS SPEAKING OVER EACH OTHER.)

8 MR. TERASA: Right now, we have got a
9 fabulous golf course to play on. It's fantastic. The
10 course is in as good a shape as it has ever been. I am
11 there everyday, people, and it continues to get better
12 because of Cindy and her staff.

13 I turned around on this thing because, if
14 I were king for a day, and I owned this company, we would
15 keep it as a community asset. I think there are a lot of
16 reasons to do that. But I don't think that involves the
17 long term.

18 It seemed to me the Tiger Point sale, we
19 have got a comp right there in terms of the amount that
20 that buyer is spending.

21 There, again, they are asking for effluent
22 disposal. And as I understand it, the agreement is they
23 keep the golf course as a golf course on that property
24 for 100 years.

25 I know on a future Board a few years from

1 now when RIBS have been operating, we think we are
2 all crisscut and we decide -- our Directors decide we
3 don't need the golf course. Oh my God, we don't get a
4 fair price for it or whatever.

5 I believe it's a win-win for our company.
6 I think for golfers and homeowners at Hidden Creek as
7 well as Holley by the Sea and a real win for the Navarre
8 community. So that's kind of where I am at.

9 I am probably pushing the envelope here,
10 but I do want us to have -- allow the Committee to look
11 at options on this. This is what I had hoped.

12 MR. GOULET: Daryl? Do you want to
13 comment? Or do you want to go --

14 MR. GOULET: Yeah. Yeah. Just one thing
15 that I would say, so your second and third on here, as a
16 Board member, I want to change -- I would agree with it
17 if you change it to, second, the buyer agrees that Holley
18 Navarre Water System will be allowed to spray its
19 effluent up to authorized average daily limits. Period.
20 Forever.

21 MR. TERASA: Yes.

22 MR. LYNCHARD: Yeah.

23 MR. GOULET: Right.

24 MR. LYNCHARD: Prior to Eglin or after
25 Eglin, we are going to retain our authorized daily limits

1 and we will be able to operate.

2 MR. DABNEY: And that was the original
3 purchase from way back then. Because at the end of the
4 day --

5 MR. TERASA: Two and three is just a part
6 next to --

7 MR. DABNEY: I think at the end of the
8 day, we couldn't pump enough well water into that place.
9 Or you wouldn't be able to do enough well water to spray
10 that field unless you didn't have the effluent.

11 MR. KENNEDY: That's correct.

12 MR. DABNEY: I know when I worked at Tiger
13 Point back in, you know, '85, we had to have that when we
14 lost -- the effluents went down, it really put the golf
15 course in a bind.

16 MR. TERASA: So what you are just saying,
17 Mr. President, is that, again, this is Fred Teresa's
18 dream. I assume the committee is going to pound this out
19 with everyone's comments in it. It won't see the light
20 of day yet.

21 MR. KENNEDY: Yeah. And, from me,
22 Director Terasa, we are talking about the committee will
23 come together. We will talk about the different options
24 and then be able to present back to the Board different
25 options. And at that time we would decide on the best

1 available option. Correct, Mr. Terasa?

2 MR. TERASA: I don't need a goal. I was
3 saying I -- I think we are aiming ourselves at --

4 MR. GOULET: Let me get this straight so I
5 am on the same page here.

6 MR. TERASA: Yeah.

7 MR. GOULET: You're making a
8 recommendation for the committee to meet, to come to some
9 type of agreement that the Board would agree with and
10 vote on.

11 MR. TERASA: Yeah.

12 MR. GOULET: Is that what I am getting out
13 of this, Kevin? I mean --

14 MR. LANIER: Well, I mean -- motions can
15 be completed tonight. There would not be the need for
16 the committee to vote besides you're bringing it back.
17 And, you know, the closer we can move to the Tiger Point
18 sale, the more accurate those numbers are for us.

19 Like Fred was saying, if the golf
20 course -- if the Water Department lost on the golf
21 course, then it's a dead deal. There is no need to even
22 discuss it.

23 But if we are looking at it from it was
24 done as a necessity and that necessity is no longer
25 paramount to the operation of the Water System, then with

1 the course being in good shape, with that previous sale
2 being as close, and we have a guarantee to put certain
3 provisions in there, you know, it's a win-win for the
4 Water Department because we are no longer subsidizing the
5 golf course and we would not have payroll and all that
6 other stuff.

7 MR. GOULET: The only concern I have at
8 this juncture is I would want to make sure Holley by the
9 Sea would have an option on this prior to putting it out
10 to the general world to purchase a golf course because
11 it's going to impact and affect them most than anybody
12 else.

13 MR. DABNEY: I mean, I would disagree on
14 that. Because at the end of the day, the covenant of the
15 deeds and all that stuff, it has to be maintained as a
16 golf course. It cannot be changed. It is very, very
17 detailed. Am I correct on this, Keith?

18 There is very, very detailed information
19 in that deed that stipulates that that golf course can
20 never be changed, bought, sold for any other purpose
21 other than a golf course.

22 If they bought it and wanted to shut it
23 down, now, it's vacant land. It still has to be a golf
24 course that receives Holley Navarre Water -- Holley
25 Navarre Water has the spray rights in the deed --

1 MR. KILPATRICK: That is correct.

2 MR. DABNEY: -- to spray that property.

3 MR. KILPATRICK: That is correct.

4 MR. DABNEY: There's no other way. It can
5 never be nothing more than a golf course. And the only
6 reason I know that is because when it went up for sale,
7 we went and looked at it.

8 MR. LANIER: Well, to answer your
9 questions on Holley by the Sea, I am a little familiar
10 with them having sat on their Board and acted in and out
11 of their politics.

12 In trying to change a few things in Holley
13 by the Sea, when -- if they were going to buy the golf
14 course, they would have a special session. In order to
15 do that special session, it would require 50 percent plus
16 one of the membership of Holley by the Sea to be able to
17 move forward.

18 And the only time I have ever seen that
19 many people agree in Holley by the Sea, who were trying
20 to get rid of a Board member because their dues were
21 going up \$20 a year. So in order to try and sell them
22 on, you know, a couple thousand dollars or over several
23 years, I don't believe there is going to be support in
24 the community to move forward in that direction.

25 So if we choose to go in that direction,

1 then we are going to lose three months, because they are
2 going to have that long to pole their membership in order
3 to try and get that 50 percent of their membership plus
4 one. So it's not to our advantage --

5 MR. DABNEY: I am just saying on my --
6 from what I remember and from what I remember reading is
7 it's always going to be a positive if you sell it to the
8 right person. That can only be a positive because there
9 is -- the deed is very well-protected.

10 MR. KENNEDY: And I think, Mr. Dabney,
11 that's exactly -- possibly reading it for the -- I think
12 the committee should come together because I haven't read
13 the deed and it would be very very nice to --

14 MR. DABNEY: It's very, very detailed.

15 MR. KENNEDY: Right. It would be nice to
16 understand all of that. And then, let's say we do sell;
17 right? Do we need a realtor? Do we need an appraisal?
18 Do we -- you know, the committee would come down. Now
19 you would go into the details.

20 MR. DABNEY: And you don't have to have
21 a --

22 MR. KENNEDY: And do we need an attorney?

23 MR. DABNEY: We have all of that stuff. I
24 think we need to have all of that first.

25 (DIRECTORS SPEAKING OVER EACH OTHER.)

1 MR. KENNEDY: Exactly. Yeah. But if we
2 are deciding, you know, A, after this that we are going
3 to, you know, put it up for sale to see if somebody is
4 going to nibble --

5 MR. TERASA: Now, you know, I guess,
6 Kevin's point, the bottom line is: Do we want forever
7 and a day to be in the golf course business?

8 Now, again, I have been king for a day. I
9 like the golf course. I like being king. But from a
10 business standpoint, from our company's standpoint, we
11 ought to take our opportunities when they are there.

12 MR. GOULET: The envisioning process, when
13 Mr. Walker and I got together on the golf course was to
14 ten years down the road possibly have Holley by the Sea
15 purchase it from us or lease it from us. End game. That
16 was the end game.

17 And, hopefully, to get the Eglin project
18 done, because that's when we basically started, and that
19 got kicked down the road. And now, we are at the front
20 door right now where the Eglin project is a go, which is
21 awesome. And I'm happy the Board and everybody involved
22 was able to make that happen.

23 So, I mean, like I said, whatever the
24 Board feels, I would support the Board's decision on it.
25 I think, like Mr. Lynchard was pointing out, that it

1 needs to still be tied up as an option for a spray field
2 if we ever need it. That must be something in the
3 contract. I definitely feel that is and like Kevin --

4 MR. DABNEY: Well, it's in the deed,
5 anyway. It can't -- it's already approved in the deed.
6 Was it an amendment to the deed?

7 MR. GOULET: I would just want to make
8 sure that we protect ourselves on that.

9 MR. DABNEY: Yeah.

10 MR. TERASA: You know, I would have never
11 thought I would be the guy presenting this proposal.
12 Okay? Number one, because I felt like, we should keep it
13 for a price to choose and always have a spray field.

14 Well, we can control it just like Gulf
15 Breeze. God, they have got a spray field now. And they
16 have got a golf course that's going to be there for 100
17 years.

18 Why now? That was easy for some buyer. I
19 think our golf course -- and I play them both often,
20 compared to Tiger Point, we are the creme de la creme.

21 MR. DABNEY: Quick question for you. I
22 have heard numbers on Tiger Point. What did it end up --
23 who ended up selling it? What did it sell for?

24 MR. TERASA: I don't know.

25 (DIRECTORS TALKING OVER EACH OTHER.)

1 MR. LANIER: \$1.9 million dollars.

2 MR. KENNEDY: One point nine nine nine
3 nine (sic). It's one dollar under two million.

4 MR. TERASA: I heard --

5 MR. KENNEDY: And the Council, the City
6 Council of Gulf Breeze, they voted to start negotiations.

7 MR. DABNEY: Did they go back and agree --
8 did they purchase the wet course in addition?

9 MR. KENNEDY: I am not sure how they
10 divvied all of that up. I know the driving range is
11 bought and they are going to develop on that.

12 MR. DABNEY: The driving range was
13 destroyed anyway.

14 MR. KENNEDY: Right. And so forth. But
15 that -- their discussion was strictly to sell, I guess,
16 the existing course. And I don't know what the other
17 stuff was.

18 MR. DABNEY: I wonder if they broke it up.

19 MR. KILPATRICK: I think they did. They
20 did sell a portion of it.

21 MR. DABNEY: A portion of it?

22 MR. TERASA: We have another way we can
23 look at it, the parameters there. That gives us not only
24 a good comp, but also from a standpoint of the legal
25 aspects of the sale.

1 MR. LANIER: I hoped with Eglin coming
2 out, it is good to have an injection of cash, not having
3 that overhead, and, you know --

4 MR. GOULET: Well, from the motion that
5 was made, Mr. Fred said here, "I move that the Board pass
6 the Golf Course Committee to present a proposal."

7 So what your motion is is for the
8 committee to meet, to get criteria for the Board to
9 approve. Is that correct?

10 MR. TERASA: That's right. Yeah.

11 MR. GOULET: And that's what Kevin
12 seconded.

13 MR. TERASA: Now, if we move, and if we
14 want to move tonight, we are fine with it. But the
15 original idea was the attorney is present now. You
16 wouldn't want him to have to come back to work, so -- you
17 know, at the same time, the bottom line is -- are we
18 going to be in this golf course business forever?

19 Or are we going to take the opportunity
20 now to earn that strike -- strike that iron? I guess
21 that answered my question.

22 MR. DABNEY: Well, if anything, we need to
23 get with Keith and get the parameters of that deed
24 because if I -- I remember it vaguely. I don't remember
25 every aspect of it, but it was pretty detailed on the

1 spray rights it has in that deed. It has to be
2 maintained as a golf course. It does not have an
3 expiration date on, either.

4 MR. LYNCHARD: One thing that --

5 MR. DABNEY: It has a volume amount.

6 MR. LYNCHARD: Right. One thing I would
7 want to make sure of and get, whoever the best person is
8 to look at the contracts. I think we paid -- Holley
9 Navarre Water System paid \$395,000 to purchase perpetual
10 spray rights for the golf course.

11 And the reason we purchased it, the golf
12 course, it was my understanding, was that we were afraid
13 that those perpetual rights would expire if someone else
14 acquired the golf course.

15 MR. KILPATRICK: Correct.

16 MR. LYNCHARD: If we sell it this time, I
17 want to make sure that that contract is drawn up, that
18 deed is listed, that we have a perpetual right to spray
19 on that golf course, no matter who owns it in the future,
20 it's ours. We don't ever have to give it up.

21 MR. KENNEDY: It sounds like, I mean, for
22 the committee, right, just on what we are talking about,
23 we have got a sense that we are always going to have the
24 right to spray and it will always be a golf course --

25 MR. LYNCHARD: That's correct.

1 MR. KENNEDY: -- with those parameters.

2 MR. LANIER: It would be an nice thing to
3 have the right of first refusal, if whoever purchased it
4 turned around and sold it in five years or ten years or
5 whatever.

6 MR. KENNEDY: There you go.

7 MR. LANIER: We could, at least, have the
8 option of getting it back. At least that was my thought.

9 MR. LYNCHARD: That's something for the
10 committee to work out for whenever they bring it back to
11 this Board.

12 MR. TERASA: Now, I am concerned about the
13 legal aspect. So do we have a recommendation on an
14 attorney we want to use?

15 MR. LYNCHARD: I don't think we are at that
16 stage right now.

17 MR. TERASA: Okay.

18 MR. LYNCHARD: I think Keith -- if he
19 wants to work the real estate or contract side of it
20 or --

21 MR. KILPATRICK: Well, that's probably,
22 when you are dealing with the rule against perpetuities,
23 you really need to get with somebody that knows real
24 estate law.

25 MR. LYNCHARD: All right.

1 MR. KILPATRICK: I don't really feel
2 comfortable dealing with all that.

3 MR. LYNCHARD: That will work.

4 MR. KILPATRICK: But I appreciate it.

5 MR. GOULET: But you can make a
6 recommendation for us to --

7 MR. KILPATRICK: Of course.

8 MR. LANIER: None of this has to happen
9 before we have a buyer. Because the buyer may come with
10 an offer, and at that point, these items would be added
11 into that contract for sale. And then, items be
12 addressed and added to the deed at that point would be
13 addressed. That's something that -- we don't have to
14 paint that box today.

15 MR. DABNEY: Obviously, us talking about
16 it today, it is going to be out there in the general
17 public. So you may start the potential of somebody
18 looking to purchase that property -- thieves at a horse
19 sale.

20 MR. TERASA: I don't think about the
21 operation of --

22 MR. DABNEY: We can talk about all of
23 that.

24 (DIRECTORS SPEAKING OVER EACH OTHER.)

25 MR. TERASA: But I am sure it is common

1 knowledge that people who are going to make an offer
2 will --

3 (DIRECTORS SPEAKING OVER EACH OTHER.)

4 MR. GOULET: Here's another thing we
5 looked at, I mean, some County Commissioners are building
6 huge parks in different areas of the County. Maybe the
7 County might be interested in purchasing a golf course.
8 There you go.

9 MR. LANIER: Parks and recreation fees.

10 MR. GOULET: There you go.

11 MR. LYNCHARD: Do we have a motion and a
12 second?

13 MR. GOULET: Yes.

14 MR. LYNCHARD: Okay. What did you --
15 okay --

16 MR. KENNEDY: I think the only thing was,
17 Mr. President, if you wanted to change to a diversion or
18 leave it?

19 MR. LYNCHARD: Actually, you know what? I
20 would rather -- can we change it -- your motion -- and
21 let's do the first sentence.

22 MR. TERASA: Make the first sentence the
23 motion?

24 MR. LYNCHARD: Yeah. Make the first
25 sentence the motion.

1 MR. TERASA: Yeah. And I read that. I
2 thought about that. It would be easy. But what I didn't
3 want the community to think that, oh, some of us could
4 come in, even though we believed we can, we can't. But I
5 haven't seen that.

6 So with everybody's understanding where
7 Fred Terasa is going and hoping to go down the road,
8 realizing there is a parameter, let me restate my motion.
9 I'm reading my motion.

10 MR. LYNCHARD: All right.

11 MR. TERASA: I move that the Board task
12 the Golf Course Committee today to propose the sale of
13 the Club at Hidden Creek at the June 16th monthly Board
14 meeting.

15 MR. LANIER: Second.

16 MR. LYNCHARD: I have a motion and a
17 second. Is there any further discussion?

18 (NO AUDIBLE RESPONSE.)

19 MR. LYNCHARD: All those in favor say
20 "Aye"?

21 MR. GOULET: Aye.

22 MR. LANIER: Aye.

23 MR. DABNEY: Aye.

24 MR. KENNEDY: Aye.

25 MR. TERASA: Aye.

1 MR. SUMMERS: Aye.

2 MR. LYNCHARD: Any opposed?

3 (NO AUDIBLE RESPONSE.)

4 MR. LYNCHARD: Motion carries.

5 MR. GOULET: Fred or -- when do you want
6 to set the meeting to discuss this?

7 MR. TERASA: Tomorrow? No, I will be in
8 Louisiana.

9 MR. GOULET: Why don't you, when you can
10 set up a meeting, set up a time we can meet on this and
11 discuss it?

12 MR. KENNEDY: I would just say, you two
13 guys talk about it.

14 MR. TERASA: We will get together. We
15 will work together come --

16 MR. KENNEDY: We will work together with
17 Will's schedule. I am more --

18 MR. GOULET: We will work on it when you
19 get back.

20 MR. TERASA: I appreciate it.

21 MR. LYNCHARD: Does any Board member have
22 else to bring before the Board regarding the Club at
23 Hidden Creek --

24 MR. TERASA: Engineering.

25 MR. KENNEDY: -- regarding the Club at

1 Hidden Creek?

2 MR. KILPATRICK: Yeah. The motion was
3 entered, seconded, but nobody voted.

4 MR. DABNEY: Yeah, we did.

5 MR. KILPATRICK: Oh, okay.

6 (DIRECTORS SPEAKING OVER EACH OTHER.)

7 MR. TERASA: I just want to say to Cindy
8 and her staff, it's really a joy to play. Everyday, they
9 are taking care of the corona virus. The course looks
10 good. Wonderful job. Cindy, pass that onto your
11 staff.

12 MR. KENNEDY: She is gone.

13 MR. LYNCHARD: Moving to engineering.
14 Phil, do you have a report for us?

15 MR. PHILLIPS: Yeah. Sure do. The
16 reports are in your package, but there's two other
17 activities we would like to report on tonight. They are
18 both related to the Eglin project. And if Daryl wants to
19 input here, he can.

20 But the first thing we want to report on
21 is the timeline and the progress, we are actually getting
22 a project underway. We recently received the preliminary
23 design report from Jacobs, a draft thereof.

24 That preliminary design report is kind of
25 like a ten percent design on the project and it's the

1 last task that they are being paid for directly by Santa
2 Rosa County under their original contract.

3 That preliminary design report is
4 important to us because within that report in addition to
5 addressing all phases of that project for the County, it
6 lays out the exact scope and a more defined cost estimate
7 for what our Phase I is.

8 So we are working with them to make sure
9 that Phase I is what everyone needs but that Phase I
10 doesn't include anything that we don't need since we are
11 going to be paying for and financing that project for a
12 certain period of time, at least up to ten years
13 possibly. I wouldn't anticipate that, but it could be
14 that long.

15 So once -- once that preliminary design is
16 made -- is made final, that will give us the scope and
17 the cost estimate for Jacobs to provide the final
18 proposal to Holley Navarre Water System to design the
19 project. And then, of course, after that comes
20 construction.

21 So that is kind of the first activity we
22 wanted to report on. I would anticipate that preliminary
23 design report being finalized probably by the next Board
24 meeting, certainly within the next few weeks.

25 There is nothing really controversial or

1 new in the report itself. The cost estimates right now,
2 which, again, are not completed, but are getting closer,
3 are pretty much in line with what we have been
4 envisioning all along.

5 So that's actually Number One. Activity
6 Number Two is the grant funding by Northwest Florida
7 Water Management District.

8 As you all know, they have expressed
9 interest in this regional project. And they had said
10 that there is the potential of perhaps \$10 million
11 dollars over a four-year period, the four years not being
12 consecutive necessarily, but something of that order of
13 magnitude.

14 And they have indicated -- and, again,
15 none of this is finalized, but they indicated that Phase
16 I probably would be in line for about \$2.5 million of
17 that \$10 million. That's the rough numbers that have
18 been discussed.

19 The Water Management District is paying
20 the Northwest Florida the Northwest Florida Planning
21 Council to prepare a document that basically describes
22 what is going to happen in the four phases of the
23 regional reuse project, what the costs are, who is going
24 to be responsible for what, how it's going to be paid
25 for, and the benefits of the regional reuse project such

1 that the Water Management District can obtain that \$10
2 million dollars worth of funding.

3 They have completed a draft of that
4 document and presented it to the Water Management
5 District for their comment and I expect those comments
6 will come back from the Water Management District
7 probably sometime this week. And then, we will get
8 feedback after that from the Planning Council as to
9 whether there is any more information that Holley Navarre
10 Water System or any of the other partners need to provide
11 them.

12 But that is a stand-alone document that
13 Holley Navarre has been assisting in completing and will
14 be used to get that money. So that's moving along.
15 Apparently, it's moving along in accordance with the
16 timeline the Water Management District needs it to to get
17 the funding. So those are the two big activities that
18 are going on right now that -- just wanted to give you an
19 update on.

20 MR. TERASA: Phil, I had one question
21 on --

22 MR. PHILLIPS: Ask away.

23 MR. TERASA: Our dead -- our drop dead
24 date, are we still okay? Have we still got the time in
25 there?

1 MR. PHILLIPS: Our timeline still shows us
2 right now of being able to meet that late 2022 date.
3 And, again, on top of that, not to be too optimistic, but
4 it's certainly appeared that the I&I is not as bad as it
5 was.

6 And I would have to suspect that a little
7 bit of that is it hadn't rained that much. But, you
8 know, we haven't seen the I&I, but I would suspect that
9 we have fixed some things in the system as well and have
10 reduced it, which probably reduced the critical nature of
11 that timeline. But it is the timeline that we continue
12 to operate on and continue to show as the official
13 timeline for the project.

14 MR. TERASA: Thank you.

15 MR. LYNCHARD: Is that it?

16 MR. PHILLIPS: That's it.

17 MR. LYNCHARD: All right.

18 MR. LANIER: Mr. President, I have a
19 comment that is not interested and related.

20 MR. LYNCHARD: Okay. Phil, thank you for
21 your report. Does any other Board member have anything
22 to bring before the Board for the betterment of the
23 Holley Navarre Water organization before I adjourn?

24 MR. LANIER: I am sure it will be for the
25 betterment.

1 MR. LYNCHARD: Okay.

2 MR. GOULET: I have something else after
3 Kevin.

4 MR. LANIER: On June 1st, I will no longer
5 be able to be the Secretary.

6 MR. LYNCHARD: Really?

7 MR. LANIER: So I am letting the Board
8 know so that if they need me to resign tonight, I will do
9 that.

10 My recommendation and my hope would be
11 that the Board reach out to Mark Miller -- that he has
12 been on the Board, going to Fairpoint without any
13 learning curve, and that he has already -- I already
14 spoke to him about the election, so we have him in all
15 directions and stuff.

16 I reached out to Mark, just asking if he
17 is open to being on the Board. He would be thrilled.
18 And he said that he would be available to do so.

19 MR. GOULET: Would you like to recommend
20 that Mark Miller replace you as a Board member because
21 you are moving out of the franchise district June 1st?

22 MR. LANIER: Yes. I will be happy to make
23 that as a motion.

24 MR. GOULET: You make the motion. I will
25 second it. Then, we can vote on it tonight, if you would

1 like, and that way, it can be done and we can respect
2 your wishes. I would second that motion.

3 MR. LANIER: I make a motion that Mark
4 Miller replace me once I am out of the -- actually, let's
5 do it tonight at the end of this meeting.

6 MR. GOULET: And by doing this, the Board
7 would -- the Board would be actually --

8 MR. LYNCHARD: Let me check out that
9 section real quick.

10 MR. GOULET: And by doing this, the Board
11 would actually be appointing a Board member for an open
12 position. And that would fall until the end of this
13 year.

14 MR. LANIER: Yeah.

15 MR. GOULET: Mark would serve out your
16 term for the end of this year.

17 MR. LANIER: Correct.

18 MR. DABNEY: I believe we have done that
19 once before?

20 MR. GOULET: We have. I just wanted to
21 bring Grant up to speed on it. And I believe --

22 MR. KENNEDY: Now, Daryl is going to
23 correct us.

24 MR. LYNCHARD: Yeah. I will read the
25 rules to make sure this is done properly.

1 MR. LANIER: As much as I hate to miss
2 this go to Washington --

3 (DIRECTORS SPEAKING OVER EACH OTHER.)

4 MR. TERASA: Having been there before at
5 our very first meeting, it was not opposed. Do we need
6 to add this item to the agenda and then have a motion and
7 a second?

8 Or I will just add -- I am going to
9 propose that we add to the agenda, tonight's agenda, an
10 item with respect to the replacement of Mr. Lanier.

11 MR. LANIER: I will second that.

12 MR. LYNCHARD: We have a motion and a
13 second. Is there any further discussion?

14 Yes?

15 MR. KENNEDY: We need to vote on it.

16 MR. LYNCHARD: All those in favor say
17 "Aye"?

18 MR. GOULET: Aye.

19 MR. LANIER: Aye.

20 MR. DABNEY: Aye.

21 MR. KENNEDY: Aye.

22 MR. TERASA: Aye.

23 MR. SUMMERS: Aye.

24 MR. DABNEY: He said, yes, he wanted to
25 discuss it.

1 MR. LYNCHARD: If -- we have to have
2 discussion before we vote on it.

3 (DIRECTORS SPEAKING OVER EACH OTHER.)

4 MR. LYNCHARD: All right. We have a
5 motion to add this to the agenda. Is there any further
6 discussion?

7 (NO AUDIBLE RESPONSE.)

8 MR. LYNCHARD: All those in favor say
9 "Aye"?

10 MR. GOULET: Aye.

11 MR. LANIER: Aye.

12 MR. DABNEY: Aye.

13 MR. KENNEDY: Aye.

14 MR. TERASA: Aye.

15 MR. SUMMERS: Aye.

16 MR. LYNCHARD: Any opposed?

17 (NO AUDIBLE RESPONSE.)

18 MR. LYNCHARD: Motion carries.

19 All right, now, if y'all --

20 MR. TERASA: Get out of here, Fred.

21 MR. LYNCHARD: We are all getting out of
22 here early tonight.

23 (DIRECTORS SPEAKING OVER EACH OTHER.)

24 MR. LYNCHARD: "If the office of any
25 Director becomes vacant by reason of death, resignation,

1 retirement, disqualification, or otherwise acceptance,
2 removal from office, a majority of the remaining
3 Directors, no less than a quorum, shall by majority vote
4 choose a successor who shall hold office until the next
5 regular meeting of the Board -- or the next regular
6 meeting of the members of the corporation, at which time
7 the members shall elect a Director for the unexpired
8 term."

9 So do you resign tonight? The Board can
10 take action to install Mr. Miller.

11 MR. LANIER: I will even abstain.

12 MR. LYNCHARD: No. You vote.

13 MR. GOULET: Conflict of interest --

14 MR. LYNCHARD: And he will be -- he will
15 be until the end of this year, and then, we will have two
16 Directors for a full three-year term and one Director for
17 a one-year term. Or does anybody want to make a motion?

18 MR. GOULET: I make a motion with Kevin
19 moving out of the franchise area that we appoint Mark
20 Miller to his position.

21 MR. TERASA: Second that motion.

22 MR. DABNEY: Second.

23 MR. LYNCHARD: We have a motion and a lot
24 of seconds. Is there any further discussion?

25 MR. KENNEDY: So just to reiterate, it

1 does seem Mark would be a really -- a good fit being that
2 he has the experience. I do like the fact he has got
3 Fairpoint so he could slide right into Fairpoint. Yeah.
4 Makes sense.

5 MR. LYNCHARD: He is really a dedicated
6 Board member, too.

7 MR. KENNEDY: Yeah.

8 MR. LYNCHARD: He is really good at this.
9 Any further discussion?

10 (NO AUDIBLE RESPONSE.)

11 MR. LYNCHARD: None noted. All those in
12 favor say "Aye"?

13 MR. GOULET: Aye.

14 MR. LANIER: Aye.

15 MR. DABNEY: Aye.

16 MR. KENNEDY: Aye.

17 MR. TERASA: Aye.

18 MR. SUMMERS: Aye.

19 MR. LYNCHARD: Any opposed?

20 (NO AUDIBLE RESPONSE.)

21 MR. LYNCHARD: Motion carries.

22 MR. GOULET: Now, I make a motion to
23 appoint Mark Miller to the Fairpoint Board to take
24 Kevin's position.

25 MR. KENNEDY: One second, wasn't Kevin, I

1 mean, Mr. Miller already the pro tem or whatever it is?

2 MR. GOULET: If we don't approve him at
3 this meeting, we have to do it the next meeting and he
4 can go hopefully to the next Fairpoint meeting.

5 MR. KENNEDY: Fair enough.

6 MR. LANIER: You have got it -- whoever is
7 replacing me, they are replacing me on that committee,
8 the position on there. That basically takes care of it
9 with Fairpoint and personnel.

10 MR. TERASA: I can live with it, but the
11 key is that we make this operate as a Board member as
12 opposed to --

13 MR. GOULET: I think what I would like to
14 do is get him approved for Fairpoint and then see if he
15 wants to be on these other committees.

16 MR. KENNEDY: There you go.

17 MR. TERASA: I will second that motion.

18 MR. LYNCHARD: One second.

19 Kevin, will you be in town for our next
20 Tuesday meeting at Fairpoint?

21 MR. LANIER: Yes, I can.

22 MR. LYNCHARD: It's going to be a
23 teleconference.

24 MR. LANIER: When it is?

25 MR. LYNCHARD: Tuesday, the same time it

1 always is, 3:00 o'clock. Next Tuesday at 3:00
2 teleconference.

3 So you can either come down here or you
4 can call from the house. I would like to make that
5 motion after the Tuesday meeting and have Mark come to
6 the Tuesday meeting as well as Kevin, but since you are
7 already up to speed on what we are doing, I hate to give
8 Mark a learning curve like that, so -- on such short
9 notice.

10 MR. DABNEY: I believe everybody agrees
11 with it.

12 MR. GOULET: I amend my motion to what
13 Mr. Lynchard discussed.

14 MR. DABNEY: I second it.

15 MR. TERASA: Second.

16 MR. LYNCHARD: So we have a motion and a
17 second. Is there any further discussion?

18 (NO AUDIBLE RESPONSE.)

19 MR. LYNCHARD: None noted. All those in
20 favor say "Aye"?

21 MR. GOULET: Aye.

22 MR. LANIER: Aye.

23 MR. DABNEY: Aye.

24 MR. KENNEDY: Aye.

25 MR. TERASA: Aye.

1 MR. SUMMERS: Aye.

2 MR. LYNCHARD: Any opposed?

3 (NO AUDIBLE RESPONSE.)

4 MR. LYNCHARD: Motion carries.

5 MR. GOULET: I have got one more thing
6 before we --

7 MR. LYNCHARD: Yeah.

8 MR. GOULET: Okay. So, Mr. President, we
9 have got four vehicles we have not sold yet. All right.
10 So we were going to do an auction. We were going to do a
11 sealed bid. How do you want to do this?

12 Do you want to carry these four over to
13 the next Board meeting and advertise all four and have
14 the auction here? Or do you want to do it --

15 MR. LYNCHARD: Since we are going to be
16 more open but still have some restriction, it will be
17 open to the public more than it has been for the past
18 couple meetings.

19 And I know we had talked about doing a
20 sealed bid offer, so maybe tonight if the Board can chime
21 in and say, do you want to advance the sealed bid
22 process, it may get done before the next meeting.

23 Or do you want to do a live auction at the
24 next Board meeting in June?

25 MR. DABNEY: My question is: Are we

1 advertising any of the vehicles for sale on our website?

2 MR. LYNCHARD: Oh, yeah. A couple weeks?

3 MR. DABNEY: I don't believe anything has
4 been posted. I thought we approved this in March.

5 MR. GOULET: In March, we approved for the
6 Tahoe and the --

7 MR. BRAND: Whatever we got in there
8 wasn't the listing, so it can be reposted, obviously.

9 MR. LYNCHARD: What's the Board's desire
10 here? Do you want to a sealed bid?

11 MR. GOULET: If we are going to do a
12 sealed bid, we have to establish a minimum value that the
13 minimum bid is, okay, and the sealed bid would be for two
14 weeks, and then, Mr. Lynchard and Barbara would open up
15 the sealed bids and the winner would be notified.

16 MR. LANIER: It's my understanding we just
17 vote on something -- that we have a group of values. We
18 have a quote where we can just trade in --

19 MR. GOULET: Trade-in.

20 MR. DABNEY: Yeah. Trade-in value. We
21 still have value. We just had a credit card purchase and
22 Blue Book value for some reason, so --

23 MR. KENNEDY: I believe -- did we not
24 already set a minimum for this? We were ready to go, and
25 then, we couldn't because we couldn't have people.

1 MR. GOULET: We could establish a minimum
2 trade-in value. Now, the van, of course, is unable to
3 run because it's blowed up. And there was an estimate
4 from Sandy Sansing Chevrolet on the repairs, and that
5 would offset the trade-in value.

6 Barbara has got documentation to back that
7 up. I can present to Mr. Lynchard the trade-in value of
8 the vehicles, the four of them. The Board could approve
9 it.

10 We could list it. We could do a sealed
11 bid, and it could be bid on for less than two weeks,
12 however you want to do it.

13 MR. TERASA: You know what I think? You
14 get values -- your comp list is two months behind now --

15 MR. LYNCHARD: Can I get you to shoot --
16 maybe we can get Will to shoot an email to me and CC
17 everybody on it.

18 MR. GOULET: I am just giving you more
19 facts --

20 MR. LYNCHARD: That way, everybody will
21 see it.

22 MR. TERASA: I think that's fair.

23 MR. LYNCHARD: Okay.

24 MR. LANIER: As long as you have the
25 minimum value, then nobody can say, "He purchased these

1 vehicles better than the posted rate."

2 MR. GOULET: If the Board is fine with
3 that, I can get that done tomorrow for the Board.

4 MR. LYNCHARD: Let's agree to this tonight
5 so we don't have to do a Board action without a meeting.

6 MR. TERASA: Now, let me ask you, I
7 thought we already approved --

8 MR. LYNCHARD: We did.

9 MR. TERASA: -- anyway. It is just a
10 matter of mechanical --

11 MR. LYNCHARD: Okay. We are approved.

12 MR. TERASA: You are going to keep us in
13 the loop. You are going to make it happen.

14 MR. LYNCHARD: Yeah.

15 MR. DABNEY: As long as the Board sees the
16 value and everyone agrees on the value, then we shouldn't
17 have a problem.

18 MR. TERASA: Get the value together. You
19 have to come up with a net.

20 MR. DABNEY: If somebody comes out with a
21 2015 truck for \$500 and the Board doesn't say anything
22 about it, we have a problem.

23 MR. GOULET: Okay. Thank you, Daryl.
24 That's the only thing I have.

25 MR. LYNCHARD: Okay.

1 MR. KENNEDY: Mr. President, I guess I
2 would just like to recognize Director Lanier's service
3 and thank him for everything that he has been involved in
4 and wish him well in his endeavors. And he is going to
5 be a south Floridian.

6 MR. TERASA: I second that.

7 MR. LANIER: Thank you.

8 MR. TERASA: Thank you for a wonderful
9 job. I wish we could pick up Fairpoint.

10 MR. LANIER: Thank you.

11 MR. GOULET: There you go.

12 MR. LANIER: Would you like to ship us a
13 pizza?

14 MR. LYNCHARD: Can I get a motion to
15 adjourn?

16 MR. TERASA: Motion to adjourn.

17 MR. KENNEDY: I second.

18 MR. LYNCHARD: All those in favor say
19 "Aye"?

20 MR. GOULET: Aye.

21 MR. LANIER: Aye.

22 MR. DABNEY: Aye.

23 MR. KENNEDY: Aye.

24 MR. TERASA: Aye.

25 MR. SUMMERS: Aye.

1 MR. LYNCHARD: I don't hear any opposed to
2 that.

3 WHEREUPON, THE BOARD OF DIRECTORS MEETING
4 FOR HOLLEY NAVARRE WATER SYSTEM AND THE CLUB AT HIDDEN
5 CREEK ADJOURNED AT 7:19 P.M.

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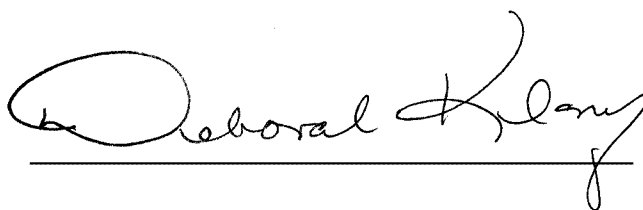
CERTIFICATE OF REPORTER

STATE OF FLORIDA

COUNTY OF SANTA ROSA

I, DEBORAH G. KHARUF, Court Reporter and Notary Public, State of Florida at Large, hereby certify that I was authorized to and did stenographically and telephonically report the foregoing Board of Directors Meeting and that the transcript is a true record of the said meeting. I further certify that I am not a relative, employee, attorney or counsel of any of the parties, nor am I a relative or employee of any attorney or counsel connected with the action; nor am I financially interested in this proceeding or its outcome.

Dated this 31st day of May, 2020.

A handwritten signature in black ink, reading "Deborah G. Kharuf", is written over a horizontal line. The signature is cursive and stylized.

DEBORAH G. KHARUF

Court Reporter and Notary Public,

State of Florida at Large.

Commission number GG 310633

My commission expires July 6, 2023.