

Board of Directors Meeting
Tuesday, May 26, 2009 6:30pm
Conference Room, Corporation Office

Directors Present: James W. Lavin, Chairman
John Ward
Gerard Eramo
Joseph Connolly
Jeffrey Wall

Also Present: Kevin R. Donovan, Chief Executive Officer
Beth Mitchell, Legal Counsel
Eric Kfoury and Greg D'Agostino, Consultants
Kevin Chase, Bill Ryan, Ed Hershfield and Tony Marken, LNR Team

The Chairman called the meeting to order at 6:35pm.

Public Hearing – continued from May 11, 2009

Mr. Donovan informed the Directors that the Dept. of Revenue was still reviewing the Land Value Database, and suggested scheduling a special Board meeting to hold the Tax Classification Hearing. The Board agreed to meet on Wednesday, June 3rd @ 8:30am.

VOTED: Motion of Jeffrey Wall, seconded by Joseph Connolly, to continue the Public Hearing on the Use Classification of Property for Tax Purposes to Wednesday, June 3, 2009 @ 8:30am
Unanimous vote

Minutes

VOTED: Motion of John Ward, seconded by Jeffrey Wall, to approve the open session minutes of May 11, 2009
Unanimous vote

CEO Update

Mr. Donovan reported that he would meet with various parties in order to bring forward an FY10 budget, and at that time the Directors would have an opportunity to review the current cash position, cash on hand and the FY10 Budget. Discussion ensued on projected revenues, budget shortfalls and the costs (and possible recoupment) associated with the unsuccessful bond issuance.

Mr. Donovan informed the Board that discussions continued with DOR on land values and taxes, and with LNR on shortfall payments. Mr. Chase was still discussing the final payment figures required to make things whole by June 30, 2009 with LNR California.

Mr. Donovan noted that final figures were needed to try the bond market again, and that the Directors would review FY10 Budget, revenues, shortfalls, a funding plan, land values and a tax rate at the Board meeting on June 8th, and that the Advisory Board would review the same information at their meeting on June 13th. Mr. Wall requested an update on the FY09 Budget as well.

Director's Time

Mr. Connolly noted that many things related to the Budget and DDA would happen in the two week timeframe between Board meetings and inquired if it might be prudent for the Board to meet weekly through the end of the fiscal year. The Board agreed to additional meetings - June 3, 8, 15 and 22, 2009.

VOTED: Motion of John Ward, seconded by Jeffrey Wall to enter into Executive Session for the purpose of discussion of Land Transfer, Development Negotiations and Financial Strategies, to reconvene after Executive Session

Ward, aye, Wall, aye, Eramo, aye, Connolly, aye and Lavin, aye

Open session ended 7:10pm

The Board returned to Open Session at 8:02pm

The Directors agreed to extend Section 3.1 of the DDA for 60 days.

VOTED: Motion of John Ward, seconded by Gerard Eramo, to authorize the CEO to execute LNR's Third Amendment to extend the date by which LNR may elect to terminate the DDA agreement pursuant to Section 3.1, for 60 days, from May 29, 2009 to July 31, 2009

Unanimous vote

Open Session ended 8:05pm

The Board returned to Executive Session for a discussion with LNR representatives.

VOTED: Motion of John Ward, seconded by Gerard Eramo, to enter into Executive Session for the purpose of discussion of land transfer and financial strategies, to reconvene after Executive Session

Ward, aye, Wall, aye, Eramo, aye, Connolly, aye and Lavin, aye

The Board returned to Open Session at 8:10pm

Mr. Ryan informed the Directors that the State voiced support for the Phased Parkway approach and for the first piece to be initiated with MHD this year.

Mr. Chase provided an overview of the phased construction. The Board was informed that the re-phasing may require going back out to bid and may also require a Notice of Project Change.

VOTED: Motion of Joseph Connolly, seconded by Gerard Eramo, to adjourn the meeting

Unanimous vote

The meeting ended 8:20pm

Mary Cordeiro, Recording Secretary

James W. Lavin, Chairman