**MINUTES OF THE**

**CAPITAL TRUST AGENCY, INC.**

The 211th meeting of the Capital Trust Agency, Inc., Gulf Breeze, Florida, was held at the Capital Trust Agency office at 315 Fairpoint Drive, Gulf Breeze, Florida and on Thursday, March 18, 2021 at 12:00 p.m.

The following Board Members were present: Burt Snooks (Chairman), Gary Michaels (Vice-Chairman), Bob Cleveland (Secretary), Chris Kemp (Assistant Secretary) and Tom Naile (Board Member). Also attending was Denis McKinnon (Executive Director) and Samantha Abell (City Manager). Michael Stebbins (Counsel), and Kareem Spratling (Bond Counsel) were in attendance via telecommunications.

**AGENDA ITEM:**

Approval of Minutes: 2/11/2021

**DISCUSSION:**

No Discussion

**MOTION/ACTION:**

**Tom Naile made a motion to approve the 2/11/2021 minutes as presented. Gary Michaels seconded the motion. Vote for approval was 5-0.**

**AGENDA ITEM:**

Final Resolution #07-21 – St. John’s Classical Academy

**DISCUSSION:**

St. John’s Classical Academy is requesting an expansion of their existing facilities, located in Fleming Island, Florida. The expansion will consist of an additional 36,000 square foot building, accommodating approximately a total of 810 students in grades K-12. Proceeds of the bonds will be used to refinance the existing debt from the 2017 tax exempt bonds.

Denis McKinnon stated that he and Kareem attended the recent TEFRA hearing and had an opportunity to visit the school. Denis commented that it was pleasure to see the success of students and staff and the completion of the renovation and construction of the site following the 2017 issuance. Kareem stated that it was refreshing to see first-hand the translation from paper to the actual project and appreciated the presence of all the smiling students.

In response to a question raised by Gary Michaels at a previous meeting, Denis McKinnon handed out a side-by-side comparison of the School’s state revenue sources for 2018 and 2019; noting the increased grants awarded for classroom size reductions. Denis stated the school has done an excellent job of applying for grants. Bob Cleveland asked if the FEFP already mandates the classroom size, how do they get additional funding for a reduction in size. Denis stated he would ask for more details regarding the available grants. Bob Cleveland asked why the state portion almost doubled in size. Denis McKinnon stated the State of Florida FEFP funding has become aggressive for all charter schools across the state.

Chris Kemp asked about the increased construction costs and the effect on this project. Denis stated that construction has already begun and as a cost safeguard a guaranteed maximum price contract is in place.

Bob Cleveland asked who can call the bonds after the 10-year call period. Denis McKinnon stated that the borrower must make the request to call the bonds directly to the issuer, whose approval cannot be unreasonably withheld.

**MOTION/ACTION:**

**Gary Michaels made a motion to approve Resolution #07-21 as presented. Chris Kemp seconded the motion. Vote for approval was 5-0.**

**AGENDA ITEM:**

BMO Invoice - 2021 Bond Validation

**DISCUSSION:**

Denis McKinnon stated that the invoice for the 2021 Bond Validation is higher than anticipated due to an unexpected prolonging of the hearing from the 1st circuit attorney. As a result, additional time, subsequent filings and a 2nd hearing to validate the bonds with a certificate of no appeal caused the increase to the invoice.

Mike Stebbins stated that Kareem and staff did a great job and the invoice is fair. Chris Kemp stated that Kareem and everyone at BMO is worth their weight in gold.

Chris Kemp asked if there is any way we can get advance notice of large invoices prior to the submission of the invoice. Denis McKinnon replied that staff would, in the future, inform the board of forthcoming expenses of this nature and size.

Denis McKinnon stated this expense exceeds the budgeted amount in legal fees for the fiscal year and will require an amendment to the budget. The amendment will be forthcoming at a future meeting.

**MOTION/ACTION:**

**Bob Cleveland made a motion to approve the invoice and amend the budget to include the legal expense. Tom Naile seconded the motion. Vote for approval was 5-0.**

**AGENDA ITEM:**

BMO Invoice – Joint Legislative Auditing Committee Visit

**DISCUSSION:**

Kareem Spratling was asked to prepare for and attend the Joint Legislative Auditing Committee meeting that was held in Tallahassee last month.

Samantha Abell commented that although the meeting primarily focused on the Tiger Point Golf Course, Kareem’s presence and preparation for the meeting was greatly appreciated.

Bob Cleveland asked if there is a reason the two invoices have different billable rates. Kareem Spratling stated his approved hourly rate for CTA is $350 per hour and he would change that and resubmit the invoice with the correct hourly rate.

**MOTION/ACTION:**

**Bob Cleveland made a motion to approve the BMO invoice presented at the corrected hourly rate of $350 per hour. Chris Kemp seconded the motion. Vote for approval was 5-0.**

**AGENDA ITEM:**

Pipeline Report

**DISCUSSION:**

**No comments**

**MOTION/ACTION:**

**No Action Required.**

No other formal business of the board was taken and the meeting adjourned at approximately 12:50 pm.

Minutes submitted by: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Connie Presnell, Office Administrator

Approved by: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Burt Snooks, Chairman