

**CLAY COUNTY DEVELOPMENT AUTHORITY
REGULAR SCHEDULED PUBLIC MEETING
1845 TOWN CENTER BLVD, STE 410, FLEMING ISLAND, FLORIDA
September 16, 2020**

AGENDA

**CHAIR
VICE-CHAIR
TREASURER
SECRETARY**

**KEITH WARD
BRUCE BUTLER
VACANT
CHERESE STEWART**

- | | |
|---|-------------------------|
| 1) Welcome/Call to Order 4:00 pm | Keith Ward |
| 2) Roll Call | Josh Cockrell |
| 3) Invocation | Bruce Butler |
| 4) Comments from the Public | Keith Ward |
| 5) Secretary's Report
Approval of August 19, 2020 Minutes | Chereese Stewart |
| 6) Treasurer's Report
August 2020 Financials
FY 20/21 Budget Presentation | Josh Cockrell |
| 7) Chair's Report | Keith Ward |
| 8) Executive Director's Report
Update on Grants | Josh Cockrell |
| 9) Attorney's Report | April Scott |
| 10) Old Business/New Business/Board Comments
Coleman & Associates CPA FY 20/21 Agreement
Tolson & Associates FY 20/21 Amended Agreement
Orange Park Plaza – Robert Jacobson
Election of 2020 – 2021 Board Officers | Keith Ward |
| 11) Adjournment | Keith Ward |

Dates of Upcoming CCDA Meetings:
TBD

TIME: 4:00 PM

**LOCATION: Clay County Chamber of Commerce
Board Room
1845 Town Center Blvd
STE 410
Fleming Island, FL 32003**

NOTE: Items 5 through 10 above, are subject to discussion, consideration, and action by the Board of the Clay County Development Authority.

PUBLIC COMMENTS: Pursuant to F.S. s. 286.0114 (2020) [*and Clay County Development Authority policy*], speakers intending to offer public comment must complete a provided speaker's card, turn in the same to the recording secretary for the public meeting, and may address the Board when recognized by the Chair of the meeting with their public comments for a period of not more than three (3) minutes. The Chair of the meeting has the authority and discretion to make special provisions for a group or faction spokesperson. The Chair of the meeting has all requisite authority and discretion to maintain orderly conduct or proper decorum of the public meeting.

**CLAY COUNTY DEVELOPMENT AUTHORITY
REGULAR SCHEDULED PUBLIC MEETING
MINUTES**

August 19, 2020

Present: Keith Ward, Bruce Butler, Chereese Stewart, Daniel Vallencourt, Tina Clary, and Tiffany Howard

Absent: Amy Pope-Wells and Tom Hackney

Staff: Josh Cockrell and April Scott (Legal Counsel)

Guests: JJ Harris, Robert Jacobson, Dave Shoquist, and Wendell Chindra

Call to Order: **Keith Ward** called the Clay County Development Authority ("CCDA") Public Meeting to order at 4:13 PM.

Invocation: **Bruce Butler** provided the invocation.

Comments from the Public: None.

Clay EDC Report

JJ Harris reported that the unemployment rate is at 6.8%. The average weekly wage is up to \$814/week. Overall Clay County had a 3.3% increase in median home sales prices. Construction and manufacturing sectors remain strong.

Secretary's Report

Approval of July 15 Minutes: **Chereese Stewart** presented the minutes. **Bruce Butler** made a motion to approve the minutes. **Daniel Vallencourt** seconded the motion. Motion passed unanimously.

Treasurer's Report

Josh Cockrell presented the July financials. He stated that net operating income is down while awaiting grant reimbursement. **Josh Cockrell** stated that the \$50k spent on PPE masks and hand sanitizer for Clay County businesses will be reimbursed by CARES Act funding and this is not included in the financial report as presented. **Bruce Butler** motioned for approval of the financials. **Daniel Vallencourt** seconded. Unanimously approved.

Chair's Report

Daniel Vallencourt overviewed the Goals and Objectives Committee. He stated that there are a lot of projects available for partnership and they all have many variables to consider. **Josh Cockrell** updated the Board on the incubator project. **Daniel Vallencourt** stated a desire for the Goals and Objectives Committee to meet in September. **Daniel Vallencourt** discussed the desire to perform more advocacy work. **Josh Cockrell** expressed a desire for

the Board to perform more public policy work. The Goals and Objectives Committee will meet September 16 at 3PM.

Executive Director's Report

Josh Cockrell overviewed grant activity. CCDA is awaiting award of all submitted grant applications. The state is waiting on the Governor to address the budget shortfalls in a special session. After the Governor addresses the state budget, it is anticipated that more information about the grant programs will be announced.

Josh Cockrell discussed the budget renewals and Board role appointments which will take place in September to prepare for the upcoming fiscal year.

Attorney's Report

April Scott had nothing to report.

Old Business/New Business/ Board Comments

JJ Harris discussed the collaborative projects between Clay EDC and CCDA during the previous year. **JJ Harris** requested that CCDA consider increasing their annual contribution for EDC to \$20K. **Josh Cockrell** discussed the amount of activity and opportunities produced by **JJ Harris** and Clay EDC. **Keith Ward** and **Bruce Butler** expressed support of funding Clay EDC at \$15K. **Daniel Vallencourt** supported funding for Clay EDC at \$20K. **Chereese Stewart** asked for clarification on grant awards and the impact of decreased revenue sources. The discussion of the group was that the Board needs to be conservative due to revenue generation being lean with the pandemic difficulties. **Daniel Vallencourt** motioned to approve \$15K for EDC for the upcoming fiscal year and to reevaluate and consider another \$5K contribution in December, depending on the economic conditions. **Tiffany Howard** seconded. Unanimously approved.

Robert Jacobson, CEO of Provision Impact Ventures (PIV), discussed the Orange Park Plaza project. **Robert Jacobson** praised the efforts of **JJ Harris** and **Josh Cockrell** and expressed his sincere appreciation for their diligent advocacy efforts. **Robert Jacobson** discussed the significant hurdles that were overcome to get the project approved by the Town of Orange Park. **Robert Jacobson** gave an overview of engagement activities to court commercial tenants. He discussed construction preparations and gave a full project status update. **David Shoquist** echoed his support of **JJ Harris** and **Josh Cockrell** and thanked them for their support. **David Shoquist** discussed the current financial status of the project. He overviewed the project term sheet provided. They are requesting a \$500k loan with an interest rate return of 10% for the term the loan remains outstanding plus a 2% guarantee. **Daniel Vallencourt** asked about other liens on the project property. There is currently a \$2.6M lien on the \$3.7M property. The Board discussed a second lien on the property to secure their potential investment of \$500k. **Bruce Butler** asked about other projects PIV is currently engaged in. **Robert Jacobson** discussed other ventures they are looking at and current internal resources. The Board discussed the opportunity.

Tiffany Howard motioned that CCDA consider approving a \$500k loan to Provision Impact Ventures granted that CCDA is added as a subsequent lien holder to the current lien on the

property after further review by CCDA legal and approval by majority vote of CCDA Board members. **Tina Cleary** seconded the motion. **Tina Cleary** asked for clarification on the legal review timeline. **April Scott** and the Board discussed the potential timeline. **Keith Ward** reiterated the need for the Board to perform their due diligence. Motion was unanimously approved. **Keith Ward** directed the Provision Impact Ventures team to forward their paperwork to CCDA's legal counsel for review. The Board will meet in a special meeting on September 2 at 4PM to further consider the opportunity. Location will be determined forthcoming.

The Board discussed the contract with Coleman and Associates. They have requested an increase in their monthly fee to \$500 per month for accounting services. **Bruce Butler** made a motion to renew the contract with the increase for the next fiscal year. **Daniel Vallencourt** seconded. **Chereese Stewart** expressed her displeasure with traveling to the accountant's office to sign checks. **Josh Cockrell** clarified that the cost of the audit is separate from monthly transactions. **Josh Cockrell** reviewed typical monthly expenses. **Josh Cockrell** has requested that the accountant bring the checks to the CCDA Board meeting to sign. **Bruce Butler** asked when the last RFP for accounting services was performed. The accounting services were sole sourced previously. The Board discussed the contract and services. Motion was unanimously denied. The Board further discussed the contract and rates. The Board will reconsider the contract at the next meeting and invite Coleman and Associates to attend and present their request.

The Board discussed the contract with Tolson and Associations for legal services. **Chereese Stewart** made a motion to continue the contract at the same rate for the upcoming year. **Daniel Vallencourt** seconded the motion. Unanimously approved.

The Board discussed the Chamber of Commerce contribution. In the previous year, CCDA supported the Chamber of Commerce at the \$2,500 level. **Wendell Chindra** requested that CCDA contribute \$5,000 to the Chamber of Commerce. **Wendell Chindra** discussed the financial status of the Chamber of Commerce. The Board discussed the contribution. **Josh Cockrell** discussed the services CCDA receives from the Chamber of Commerce. CCDA anticipates a funding request for the small business incubator from the Chamber of Commerce as well. **Wendell Chindra** discussed the importance of the Chamber of Commerce and the importance of everyone supporting small businesses in Clay County to protect quality of life. **Josh Cockrell** discussed the value provided by the Chamber of Commerce and suggested areas for improvement. **Chereese Stewart** discussed the support of the Orange Park Plaza project. **Bruce Butler** stated his disagreement with **Josh Cockrell** about CCDA focusing support on large businesses and reiterated that every big business started as a small business. **Bruce Butler** stated that he believes CCDA should support businesses of all sizes. **Wendell Chindra** offered website advertising as a value add-on for CCDA. **Keith Ward** discussed the small businesses that the Orange Park Plaza project will bring to the community. **Chereese Stewart** discussed collaboration between EDC, CCDA, and the Chamber of Commerce and having liaisons between the entities. **Daniel Vallencourt** motioned to approve a \$2,500 contribution to the Chamber of Commerce today and for CCDA to consider additional funding in December or thereafter. **Tina Cleary** seconded the motion. **Bruce Butler** asked for clarification on the metrics

CCDA would like to see to consider additional funding. **Keith Ward** stated that he would like to see a representative from CCDA to be allowed to attend Chamber of Commerce meetings regularly. **Josh Cockrell** stated that EDC, Chamber, and CCDA should all be able to attend and report at each agency's meetings. **Keith Ward** stated a desire to be included in the digital advertising. **Bruce Butler** requested that CCDA be allowed to present to the Chamber board about CCDA. Motion was unanimously approved. **Wendell Chindra** thanked the Board for their approval.

Bruce Butler asked if CCDA has a standard operating procedure of seeking proposals (RFPs) at regular intervals for services. **Josh Cockrell** stated that CCDA is only required to get RFPs for construction services and for auditing services. CCDA can contract with the vendors of their selection.

Adjourned: 6:36 PM



COLEMAN & ASSOCIATES
Certified Public Accounting Firm

ACCOUNTANTS' COMPILATION REPORT

To the Board of Directors of
Clay County Development Authority
Fleming Island, FL

Management is responsible for the accompanying government-wide balance sheets of Clay County Development Authority (a governmental organization) as of August 31, 2020 and 2019, and the related statements of revenues and expenses for the one month and eleven months then ended which collectively comprise the Authority's financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit the management discussion and analysis, the governmental fund financial statements and substantially all the disclosures required by accounting principles generally accepted in the United States of America. If the management discussion and analysis and governmental fund financial statements and omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Authority's financial position, results of operations, and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

Accounting principles generally accepted in the United States of America require that budget to actual statements for the one month and eleven months ending August 31, 2020 be presented to supplement the financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. This information is the representation of management. This information was subject to our compilation engagement, however, we have not audited or reviewed the required supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such information.

We are not independent with respect to the Clay County Development Authority.

Coleman & Associates Cpa firm

September 10, 2020

Clay County Development Authority

GOVERNMENTWIDE BALANCE SHEET

As of August 31, 2020

	TOTAL	
	AS OF AUG 31, 2020	AS OF AUG 31, 2019 (PY)
ASSETS		
Current Assets		
Bank Accounts		
100002 CenterState Bank Checking - 1484	29,510	41,266
100007 Investment - Florida Prime - A	162,846	160,676
100018 CenterState Bank MMKT -1493	1,845,637	1,972,408
Total Bank Accounts	\$2,037,993	\$2,174,350
Total Current Assets	\$2,037,993	\$2,174,350
Fixed Assets		
167900 Accum Depreciation	0	0
Total Fixed Assets	\$0	\$0
TOTAL ASSETS	\$2,037,993	\$2,174,350
LIABILITIES AND EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
200000 Accounts Payable	386	6,911
Total Accounts Payable	\$386	\$6,911
Other Current Liabilities		
Dept of Revenue Payable	0	0
Total Other Current Liabilities	\$0	\$0
Total Current Liabilities	\$386	\$6,911
Total Liabilities	\$386	\$6,911
Equity		
272000 Net Asset Balance	2,160,197	2,212,475
320000 Retained Earnings	0	0
Net Income	(122,591)	(45,036)
Total Equity	\$2,037,607	\$2,167,439
TOTAL LIABILITIES AND EQUITY	\$2,037,993	\$2,174,350

Clay County Development Authority

STATEMENT OF REVENUES AND EXPENSES

August 2020

	TOTAL	
	AUG 2020	OCT 2019 - AUG 2020 (YTD)
Income		
331000 Grant Revenues		790,000
369000 Miscellaneous Revenues	452	18,606
Total Income	\$452	\$808,606
GROSS PROFIT	\$452	\$808,606
Expenses		
512200 Sponsorships		64,866
513300 Professional Fees	8,115	100,265
513440 Insurance		2,330
513510 Office and Operating Expenses	477	8,736
559000 Grant Expense		755,000
Total Expenses	\$8,592	\$931,197
NET OPERATING INCOME	\$ (8,140)	\$ (122,591)
NET INCOME	\$ (8,140)	\$ (122,591)

Clay County Development Authority

STATEMENT OF REVENUES AND EXPENSES

October 2019 - August 2020

	TOTAL		
	OCT 2019 - AUG 2020	OCT 2018 - AUG 2019 (PY)	CHANGE
Income			
331000 Grant Revenues	790,000	1,399,959	(609,959)
369000 Miscellaneous Revenues	18,606	24,648	(6,041)
Total Income	\$808,606	\$1,424,607	\$ (616,000)
GROSS PROFIT	\$808,606	\$1,424,607	\$ (616,000)
Expenses			
512200 Sponsorships	64,866	13,000	51,866
513300 Professional Fees	100,265	105,671	(5,406)
513440 Insurance	2,330	2,166	164
513468 Building Expenses - 1734 Kingsley Ave		3,418	(3,418)
513510 Office and Operating Expenses	8,736	5,429	3,307
559000 Grant Expense	755,000	1,339,959	(584,959)
Total Expenses	\$931,197	\$1,469,643	\$ (538,446)
NET OPERATING INCOME	\$ (122,591)	\$ (45,036)	\$ (77,555)
NET INCOME	\$ (122,591)	\$ (45,036)	\$ (77,555)

Clay County Development Authority

BUDGET VS. ACTUALS: FY 19-20 BUDGET - FY20 P&L

August 2020

			TOTAL	
	ACTUAL	BUDGET	OVER BUDGET	% OF BUDGET
Income				
331000 Grant Revenues				
242000 Fund Balance - PY Carryforward		6,675	(6,675)	
Total 331000 Grant Revenues		6,675	(6,675)	
369000 Miscellaneous Revenues				
361000 Investment Earnings	452	2,000	(1,548)	23.00 %
Total 369000 Miscellaneous Revenues	452	2,000	(1,548)	23.00 %
Total Income	\$452	\$8,675	\$ (8,223)	5.00 %
GROSS PROFIT	\$452	\$8,675	\$ (8,223)	5.00 %
Expenses				
513300 Professional Fees				
513306 Admin Contract StellaRea Group	6,500	6,500	0	100.00 %
513310 Attorney Contract Tolson & Associates	1,140	1,140	0	100.00 %
513321 Accounting Coleman & Associates	475	475	0	100.00 %
513340 Attorney Ancillary Charges		285	(285)	
Total 513300 Professional Fees	8,115	8,400	(285)	97.00 %
513510 Office and Operating Expenses				
513490 Business Meeting		25	(25)	
513512 Office Supplies		40	(40)	
513516 Telephone	91	80	11	114.00 %
513518 Website & IT expenses	313	0	313	
513519 Travel	72	100	(28)	72.00 %
513521 Advertising & Marketing		30	(30)	
Total 513510 Office and Operating Expenses	477	275	202	173.00 %
Total Expenses	\$8,592	\$8,675	\$ (83)	99.00 %
NET OPERATING INCOME	\$ (8,140)	\$0	\$ (8,140)	0%
NET INCOME	\$ (8,140)	\$0	\$ (8,140)	0%

Clay County Development Authority

BUDGET VS. ACTUALS: FY 19-20 BUDGET - FY20 P&L

October 2019 - August 2020

	TOTAL			
	ACTUAL	BUDGET	OVER BUDGET	% OF BUDGET
Income				
331000 Grant Revenues				
242000 Fund Balance - PY Carryforward		57,999	(57,999)	
330112 DIG# S0086 Force Security Structure	270,000	285,000	(15,000)	95.00 %
330113 DIG# S0086 Force Security Structure Admin Fees	20,000	15,000	5,000	133.00 %
330118 CON 20-101 Buffer Land Purchase	485,000	485,000	0	100.00 %
330119 CON 20-101 Buffer Land Purchase Admin Fees	15,000	15,000	0	100.00 %
330120 DIG #S0136 Roadway Resurfacing		346,667	(346,667)	
330121 DIG #S0136 Roadway Resurfacing Admin Fees		20,000	(20,000)	
Total 331000 Grant Revenues	790,000	1,224,666	(434,666)	65.00 %
369000 Miscellaneous Revenues				
361000 Investment Earnings	18,587	22,000	(3,413)	84.00 %
369005 Miscellaneous Revenue	19		19	
Total 369000 Miscellaneous Revenues	18,606	22,000	(3,394)	85.00 %
Total Income	\$808,606	\$1,246,666	\$ (438,059)	65.00 %
GROSS PROFIT	\$808,606	\$1,246,666	\$ (438,059)	65.00 %
Expenses				
512200 Sponsorships				
512250 Funding to SBDC		2,500	(2,500)	
512500 Funding to CEDC	15,000	15,000	0	100.00 %
512600 Clay Day Event Sponsor	500	500	0	100.00 %
512700 Emergency PPE Support	49,366		49,366	
Total 512200 Sponsorships	64,866	18,000	46,866	360.00 %
513300 Professional Fees				
513306 Admin Contract StellaRea Group	71,500	71,500	0	100.00 %
513310 Attorney Contract Tolson & Associates	12,540	12,540	0	100.00 %
513320 Auditor Contract James Moore CPAs	11,000	10,250	750	107.00 %
513321 Accounting Coleman & Associates	5,225	5,225	0	100.00 %
513335 Accounting Ancillary Charges		850	(850)	
513340 Attorney Ancillary Charges		3,135	(3,135)	
Total 513300 Professional Fees	100,265	103,500	(3,235)	97.00 %
513440 Insurance				
513444 Public Officials Liability	2,330	2,830	(500)	82.00 %
Total 513440 Insurance	2,330	2,830	(500)	82.00 %
513510 Office and Operating Expenses				
513490 Business Meeting	78	275	(197)	28.00 %
513494 Dues & Subscriptions	3,010	165	2,845	1,824.00 %
513512 Office Supplies	258	440	(182)	59.00 %
513516 Telephone	984	880	104	112.00 %
513517 Licenses & Fees	175	175	0	100.00 %
513518 Website & IT expenses	1,706	1,860	(154)	92.00 %

Clay County Development Authority

BUDGET VS. ACTUALS: FY 19-20 BUDGET - FY20 P&L

October 2019 - August 2020

	TOTAL			
	ACTUAL	BUDGET	OVER BUDGET	% OF BUDGET
513519 Travel	1,809	1,100	709	164.00 %
513520 Conferences	161	300	(139)	54.00 %
513521 Advertising & Marketing	351	330	21	106.00 %
513522 Bank Service Charges	105		105	
513524 Recognition	98	144	(46)	68.00 %
Total 513510 Office and Operating Expenses	8,736	5,669	3,067	154.00 %
559000 Grant Expense				
559012 DIG# S0086 Force Security Structure	270,000	285,000	(15,000)	95.00 %
559015 CON 20-01 Buffer Land Purchase	485,000	485,000	0	100.00 %
559016 DIG #S0136 Roadway Resurfacing		346,667	(346,667)	
Total 559000 Grant Expense	755,000	1,116,667	(361,667)	68.00 %
Total Expenses	\$931,197	\$1,246,666	\$ (315,469)	75.00 %
NET OPERATING INCOME	\$ (122,591)	\$0	\$ (122,591)	0%
NET INCOME	\$ (122,591)	\$0	\$ (122,591)	0%

Clay County Development Authority
PROPOSED Profit Loss Budget Overview
October 2020 through September 2021

Ordinary Income/Expense	TOTAL												
	Oct 20	Nov 20	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 20 - Sep 21
Income													
331000 - Grant Revenues													
330122 - CON 21 Buffer Land Purchase			485,000.00										485,000.00
330123 - CON 21 Buffer Land Purchase Admin Fees			15,000.00										15,000.00
330120 - DIG #S0136 Roadway Resurfacing							346,666.66						346,666.66
330121 - DIG #S0136 Roadway Resurfacing Admin Fees							20,000.00						20,000.00
Total 331000 - Grant Revenues	0.00	0.00	500,000.00	0.00	0.00	0.00	366,666.66	0.00	0.00	0.00	0.00	0.00	866,666.66
369000 - Miscellaneous Revenues													
361000 - Investment Earnings	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	24,000.00
369004 - Revenue from IRB													0.00
Total 369000 - Miscellaneous Revenues	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	24,000.00
Total Income	2,000.00	2,000.00	502,000.00	2,000.00	2,000.00	2,000.00	368,666.66	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	890,666.66
Fund Balance - Carry Forward	22,290.00	841,401.66	-492,840.00	16,990.00	8,280.00	6,660.00	-359,841.66	6,960.00	10,020.00	6,660.00	6,660.00	6,660.00	79,900.00
Total Income and Fund Balance - Carry Forward	24,290.00	843,401.66	9,160.00	18,990.00	10,280.00	8,660.00	8,825.00	8,960.00	12,020.00	8,660.00	8,660.00	8,660.00	970,566.66
Expenses													
512200 - Sponsorships													
512500 - Funding to CEDC	15,000.00												15,000.00
512600 - Clay Day Sponsorship			500.00										500.00
Total 512200 - Sponsorships	15,000.00		500.00										15,500.00
513300 - Professional Fees													
513310 - Attorney Contract Tolson & Associates	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	1,140.00	13,680.00
513340 - Attorney Ancillary Charges	285.00	285.00	285.00	285.00	285.00	285.00	285.00	285.00	285.00	285.00	285.00	285.00	3,420.00
513320 - Auditor Contract James Moore CPAs				9,000.00	1,500.00								10,500.00
513305 - Administration Contract The StellaRea Group	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	6,500.00	78,000.00
513321 - Accounting Contract Coleman & Associates	475.00	475.00	475.00	475.00	475.00	475.00	475.00	475.00	475.00	475.00	475.00	475.00	5,700.00
513335 - Accounting Ancillary Charges				850.00									850.00
Total 513300 - Professional Fees	8,400.00	8,400.00	8,400.00	18,250.00	9,900.00	8,400.00	8,400.00	8,400.00	8,400.00	8,400.00	8,400.00	8,400.00	112,150.00
513440 - Insurance													
513444 - Public Officials Liability									2,400.00				2,400.00
513445 - Commercial General Liability	630.00												630.00
Total 513440 - Insurance	630.00								2,400.00				3,030.00
513510 - Office and Operating Expenses													
513512 - Office Supplies	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	300.00
513490 - Business Meeting	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	300.00
513524 - Recognition		100.00											100.00
513516 - Telephone	80.00	80.00	80.00	80.00	80.00	80.00	80.00	80.00	80.00	80.00	80.00	80.00	960.00
513521 - Advertising & Marketing	30.00	30.00	30.00	30.00	30.00	30.00	30.00	30.00	30.00	30.00	30.00	30.00	360.00
513518 - Web & IT Expenses		300.00		480.00	120.00				960.00				1,860.00

Clay County Development Authority
PROPOSED Profit Loss Budget Overview
 October 2020 through September 2021

513517 - Licenses & Fees		175.00											175.00
513494 - Dues & Subscriptions		2,500.00					165.00						2,665.00
513519 - Travel	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	1,200.00
513520 - Conferences								300.00					300.00
Total 513510 - Office and Operating Expenses	<u>260.00</u>	<u>3,335.00</u>	<u>260.00</u>	<u>740.00</u>	<u>380.00</u>	<u>260.00</u>	<u>425.00</u>	<u>560.00</u>	<u>1,220.00</u>	<u>260.00</u>	<u>260.00</u>	<u>260.00</u>	<u>8,220.00</u>
559000 - Grant Expenses													
559017 - CON 20 Buffer Land Purchase		485,000.00											485,000.00
559016 - DIG #S0136 Roadway Resurfacing		346,666.66											346,666.66
Total 559000 - Grant Expenses	<u>0.00</u>	<u>831,666.66</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>831,666.66</u>
Total Expenses	<u>24,290.00</u>	<u>843,401.66</u>	<u>9,160.00</u>	<u>18,990.00</u>	<u>10,280.00</u>	<u>8,660.00</u>	<u>8,825.00</u>	<u>8,960.00</u>	<u>12,020.00</u>	<u>8,660.00</u>	<u>8,660.00</u>	<u>8,660.00</u>	<u>970,566.66</u>
Net Income	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>



COLEMAN & ASSOCIATES
Certified Public Accounting Firm

August 13, 2020

To the Board of Directors
Clay County Development Authority
1845 Town Center Blvd Ste 410
Fleming Island, FL 32003-3356

We are pleased to confirm our understanding of the services we are to provide for the fiscal year October 1, 2020 through September 30, 2021.

- 1) We will prepare the monthly financial statements of Clay County Development Authority (the CCDA), which comprise the statements of the government-wide balance sheet and the related statements of revenues and expenses (a governmental organization) for the month and year to date ending October 31, 2020 and each month thereafter through the month ending September 30, 2021. We will also compile the supplementary schedule of revenues and expenses – budget to actual – current month and year to date and perform a compilation engagement with respect to those financial statements.
- 2) We will also provide bookkeeping assistance and utilize QuickBooks accounting software. We will pay bills that have been approved and submitted for payment by the CCDA administrator. We will assist the CCDA on a weekly basis in recording the accounting transactions including making bank deposits, recording deposits, invoices, entering vendor invoices, paying bills and reconciling the bank accounts. We will also provide other bookkeeping functions as agreed to by the CCDA administrator.

Our Responsibilities

The objective of our engagement is to —

- 1) prepare financial statements in accordance with accounting principles generally accepted in the United States of America based on information provided by you, and
- 2) apply accounting and financial reporting expertise to assist you in the presentation of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

We will conduct our compilation engagement in accordance with the Statements on Standards for Accounting and Review Services (SSARS) promulgated by the Accounting and Review Services Committee of the AICPA and comply with applicable professional standards, including the AICPA's *Code of Professional Conduct* and its ethical principles of integrity, objectivity, professional competence, and due care, when performing the bookkeeping services, preparing the financial statements, and performing the compilation engagement.

We are not required to, and will not, verify the accuracy or completeness of the information you will provide to us for the engagement or otherwise gather evidence for the purpose of expressing an opinion or a conclusion. Accordingly, we will not express an opinion or a conclusion nor provide any assurance on the financial statements.

Our engagement cannot be relied upon to identify or disclose any financial statement misstatements, including those caused by fraud or error, or to identify or disclose any wrongdoing within the entity or noncompliance with laws and regulations. However, we will inform the appropriate level of management of any material errors and any evidence or information that comes to our attention during the performance of our procedures that fraud may have occurred. In addition, we will inform you of any evidence or information that comes to our attention during the performance of our compilation procedures regarding any wrongdoing within the entity or noncompliance with laws and regulations that may have occurred, unless they are clearly inconsequential. We have no responsibility to identify and communicate deficiencies or material weaknesses in your internal control as part of this engagement.

We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

Your Responsibilities

The engagement to be performed is conducted on the basis that you acknowledge and understand that our role is to prepare financial statements in accordance with accounting principles generally accepted in the United States of America and assist you in the presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America. You have the following overall responsibilities that are fundamental to our undertaking the engagement in accordance with SSARS:

- 1) The selection of accounting principles generally accepted in the United States of America as the financial reporting framework to be applied in the preparation of the financial statements.
- 2) The preparation and fair presentation of financial statements in accordance with accounting principles generally accepted in the United States of America and the inclusion of all informative disclosures that are appropriate for accounting principles generally accepted in the United States of America, if applicable.
- 3) The design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements.
- 4) The prevention and detection of fraud.
- 5) To ensure that the entity complies with the laws and regulations applicable to its activities.
- 6) The accuracy and completeness of the records, documents, explanations, and other information, including significant judgments, you provide to us for the engagement.
- 7) To provide us with—
 - access to all information of which you are aware is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.
 - additional information that we may request from you for the purpose of the compilation engagement.
 - unrestricted access to persons within the Organization of whom we determine it necessary to make inquiries.
- 8) Including our compilation report in any document containing financial statements that indicates that we have performed a compilation engagement on such financial statements and, prior to the inclusion of the report, to ask our permission to do so.

You are also responsible for all management decisions and responsibilities and for designating an individual with suitable skills, knowledge, and experience to oversee our bookkeeping services and the preparation of your financial statements. You are responsible for evaluating the adequacy and results of the services performed and accepting responsibility for such services. However, we will not be independent with respect to this financial statement work.

Our Report

As part of our engagement, we will issue monthly reports that will state that we did not audit or review the financial statements and that, accordingly, we do not express an opinion, a conclusion, nor provide any assurance on them. If, for any reason, we are unable to complete the compilation of your financial statements, we will not issue a report on such statements as a result of this engagement.

Other Relevant Information

Timothy M. Coleman is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign it.

Our fees for these services will be \$500 per month for the accounting and monthly financial statement preparation. Our fees for additional services, such as assisting the auditor with the providing schedules, meetings and audit questions will be at standard hourly rates. We estimate the audit assistance time to approximate \$625-\$700.

The fees quoted are based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the work performed. If CCDA purchases a building or enters into new profit motivated activities not anticipated as of today, we can renegotiate our fees or bill at standard rates. If significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs. Our invoices for these fees will be rendered each quarter as work progresses and are payable on presentation.

We appreciate the opportunity to be of service to you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you acknowledge and agree with the terms of our engagement as described in this letter, please sign the enclosed copy and return it to us.

Sincerely,

Coleman & Associates Cpa firm

Coleman and Associates CPA Firm, Inc.

RESPONSE:

This letter correctly sets forth the understanding of Clay County Development Authority.

Governance signature: _____

Title: _____

TOLSON & ASSOCIATES, P.A.

ATTORNEYS AT LAW

JOHN F. TOLSON, JR., ESQUIRE

W. ASHTON SCOTT, ESQUIRE

APRIL R. SCOTT, ESQUIRE

PHONE: (904) 269-0050
FACSIMILE: (904) 269-6119

462 KINGSLEY AVENUE, SUITE 101
ORANGE PARK, FLORIDA 32073

September 10, 2020

Clay County Development Authority
1845 Town Center Blvd, Suite 410
Fleming Island, FL 32003

Re: Engagement for General Counsel Representation for Oct. 1 2020-Sept. 30, 2023

Greetings:

It has been a pleasure providing outside general counsel services for the Clay County Development Authority ("CCDA"). I am submitting an amended proposal at your request which covers services the next three fiscal years beginning October 1, 2020 and ending September 30, 2023. Our proposed monthly retainer rate during this term is as follows:

FY October 1, 2020 – September 30, 2021: \$1140/month

FY October 1, 2021 – September 30, 2022: \$1400/month

FY October 1, 2022 – September 30, 2023: \$1400/month

The monthly retainer rate is expected to cover Board and committee meeting attendance, and all routine services including correspondence, document and agreement review and preparation, and telephone and office conferences with CCDA staff on matters directly related to the CCDA. The monthly retainer is initially set based on our current hourly rate of \$285/hour for an aggregate not to exceed 4 hours each month. The rate is set to increase beginning October 1, 2021 due to expected increases to our hourly rates.

Representation in judicial, administrative and quasi-judicial proceedings and non-routine general counsel services would be available as needed at our hourly rate which is currently \$285/hr. This rate would cover attorney services provided by me or by attorneys, W. Ashton Scott and John F. Tolson, Jr. Paralegal rates, if included in such services, are currently \$125/hr. Related third party costs and expenses would also be the client's responsibility. We would inform you in advance of any such additional cost or expense anticipated to exceed \$1,000.00 in any calendar month, for prior approval. In the absence of Board approval at a regular scheduled or special noticed and called meeting, Executive Director Josh Cockrell will be the contract administrator for purposes of approval of additional work, cost or expense above the monthly retainer amount.

CCDA will be able to cancel this agreement on written notice to our firm and will be liable for any legal fees and expenses incurred through cancellation. Additionally, CCDA will be liable for any transition legal services and representation provided with your knowledge and

consent in winding up and transferring the representation. Our firm will be able to cancel this agreement with 30 days' written notice, subject to all applicable rules of professional conduct that apply to withdrawing from any active administrative, quasi-judicial or judicial representation then pending. If either party determines that a change is needed in our engagement in the future, without termination of representation, said change may be discussed subject to the approval of both parties. This representation may be shared by other attorneys in our firm, but I will be the primary attorney responsible for the representation. Attorney Ashton Scott may assist in providing legal research or agreement review and in meeting attendance in the event of a scheduling conflict.

A lawyer cannot guarantee any particular legal results. To do so would be an ethical violation and therefore we notify you of this. However, we are pleased to provide you competent and diligent legal services which zealously represent your interests within the bounds of applicable law.

We are excited for the opportunity to continue our relationship by providing representation to the CCDA and its contract staff. If this engagement letter meets with your approval, please sign and return one counterpart of the letter for our file, and retain the other for your own.

Sincerely,



April R. Scott, Attorney

Accepted this ____ day of _____, 2020
Effective Commencing October 1, 2020.

Clay County Development Authority,
An Independent Special District of the State of Florida

By: _____

Title: _____

(Seal)

Witnessed

By: _____

Title: _____