

MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**HIGHLAND MEADOWS
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of Highland Meadows Community Development District was held on **Tuesday, January 21, 2014 at 2:00 p.m.** at the office of Highland Homes, located at 3020 South Florida Avenue, Suite 101, Lakeland, Florida 33803.

Present and constituting a quorum:

Joel Adams	Board Supervisor, Chairman
John Blakley	Board Supervisor, Vice-Chairman
David Jae	Board Supervisor, Assistant Secretary
Bob Bishop	Board Supervisor, Assistant Secretary
Vacant	Board Supervisor, Assistant Secretary

Also present were:

Jeremy Needham	District Manager, Rizzetta & Company, Inc.
Thomas Philpot	District Counsel, Hopping, Green & Sams (via phone)
Audience Members	Not Present

FIRST ORDER OF BUSINESS

Call to Order

Mr. Needham called the meeting to order and read the roll call.

SECOND ORDER OF BUSINESS

Audience Comments on Agenda Items

Mr. Needham stated that there were no audience members present.

THIRD ORDER OF BUSINESS

Staff Reports

- A. District Counsel
Mr. Philpot stated that the Florida Legislature will be in session beginning in March, and his firm will monitor legislative action that has the potential to impact District operations. As with recent updates to the District's Rules of Procedure and the District's public comment policy, Mr. Philpot stated that District Counsel will provide updates to the Board during the legislative session as necessary when relevant to District matters.

- B. District Engineer
No report.

C. District Manager

Mr. Needham discussed the Polk County Property Appraiser one percent bill. Mr. Needham shared the assessment roll with the Board of Supervisors and explained the one percent bill. There were no further questions.

Mr. Needham discussed a proposal that was discussed by the prior District Manager, Mr. Matthew Huber, regarding Rizzetta & Co., Inc., becoming Dissemination Agent for Highland Meadows Community Development District. The Board of Supervisors reviewed the Dissemination Agreement.

On a Motion by Mr. Blakley, seconded by Mr. Adams, with all in favor, the Board accepted the Dissemination Agreement with Rizzetta & Co. Inc. for Highland Meadows Community Development District.

Mr. Needham asked one of the Board Members to look into why the water bill with the City of Davenport was so much higher than normal.

FOURTH ORDER OF BUSINESS

Consideration of Resignation Letter of Chip Webb

The Board of Supervisors reviewed the resignation letter of Mr. Chip Webb.

On a Motion by Mr. Blakley, seconded by Mr. Adams, with all in favor, the Board accepted the resignation letter of Mr. Chip Webb for Highland Meadows Community Development District.

FIFTH ORDER OF BUSINESS

Consideration of the Minutes of the Board of Supervisors' Meeting held on November 6, 2013

Mr. Needham stated that the minutes were reviewed by District Counsel.

On a Motion by Mr. Bishop, seconded by Mr. Jae, with all in favor, the Board approved the minutes of the Board of Supervisors meetings held November 6, 2013 for Highland Meadows Community Development District.

SIXTH ORDER OF BUSINESS

Consideration of Operation and Maintenance Expenditures for October and November 2013

Mr. Needham presented the expenditures to the Board for their review.

On a Motion by Mr. Adams, seconded by Mr. Blakley, with all in favor, the Board approved the operation and maintenance expenditures for October 2013 (\$10,308.27) and November 2013 (\$4,734.52) for Highland Meadows Community Development District.

SEVENTH ORDER OF BUSINESS

**Consideration of Resolution 2014-03 Approving
an Interlocal Agreement and Authorizing Other
Actions for the Future Merger of the Highland
Meadows CDD and the Highland Meadows II
CDD**

The Board of Supervisors discussed the Interlocal Agreement regarding a proposed future merger of Highland Meadows CDD and Highland Meadows II CDD. Mr. Philpot explained the agreement in detail to the Board of Supervisors. Mr. Philpot stated that Resolution 2014-03 approves in substantial form a Merger Agreement that would allow Highland Meadows CDD and the proposed Highland Meadows II CDD to merge once the Highland Meadows II CDD reaches a point of substantial absorption as specified in the Merger Agreement. Mr. Philpot explained the anticipated merger would create benefits for Highland Meadows CDD, including but not limited to promoting greater efficiency in District maintenance and operation of existing projects benefitting both Highland Meadows and Highland Meadows II; elimination of redundant overhead costs and other expenses; and providing greater access to Highland Meadows CDD residents to recreational improvements anticipated to be constructed at Highland Meadows II CDD. Mr. Philpot entertained questions from the Board and recommended the Board approve the Resolution and the attached exhibit of the Merger Agreement in substantial form.

On a Motion by Mr. Adams, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2014-03 Approving an Interlocal Agreement and Authorizing Other Actions for the Future Merger of the Highland Meadows CDD and the Highland Meadows II CDD for Highland Meadows Community Development District.

EIGHTH ORDER OF BUSINESS

Supervisor Requests and Audience Comments

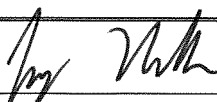
There were no Audience members present. There were no Supervisor requests.

Mr. Needham stated that the next regular meeting of the Board of Supervisors is scheduled to be held on Tuesday, April 15, 2014 at 2:00 p.m. at the office of Highland Homes, located at 3020 South Florida Avenue, Suite 101, Lakeland, Florida 33803.


NINTH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Jae, seconded by Mr. Bishop, with all in favor, the Board adjourned the meeting at 2:25 p.m. for Highland Meadows Community Development District.



Assistant Secretary



Chairman/Vice Chairman