
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.

**FOREST BROOKE
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Forest Brooke Community Development District was held on **Thursday, September 18, 2014 at 9:00 a.m.** at the office of Lennar Homes located at 4600 West Cypress Street, Suite 200, Tampa, Florida 33607.

Present and constituting a quorum:

Brady LeFere	Board Supervisor, Chairman
Laura Coffey	Board Supervisor, Assistant Secretary
Ben Gainer	Board Supervisor, Assistant Secretary
Anthony Palmisano	Board Supervisor, Assistant Secretary

Also present was:

Joseph Roethke	District Manager, Rizzetta & Company, Inc.
Eric Dailey	Director of District Services, Rizzetta & Company, Inc.
Brooke DeVito	Finance, Rizzetta & Company, Inc.
John Vericker	District Counsel, Straley & Robin
Steve Sanford	Greenberg Traurig (via phone)
Jon Kessler	FMS (via phone)
Brian Fender	Gray Robinson (via phone)

FIRST ORDER OF BUSINESS

Call to Order

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

SECOND ORDER OF BUSINESS

Audience Comments

There were no audience present/ no comments.

THIRD ORDER OF BUSINESS

**Consideration of the Minutes of the Board
of Supervisors' Meeting held on August 21,
2014**

On a Motion by Mr. LeFere, seconded by Mr. Gainer, with all in favor, the Board approved the Minutes from the Board of Supervisors' Meeting held on August 21, 2014 as amended for Forest Brooke Community Development District.

FOURTH ORDER OF BUSINESS

**Consideration of Operations and
Maintenance Expenditures for August
2014**

On a Motion by Ms. Coffey, seconded by Mr. Gainer, with all in favor, the Board ratified the Operation & Maintenance expenditures for August 2014 totaling (\$6,355.91) for Forest Brooke Community Development District.

FIFTH ORDER OF BUSINESS

**Presentation of Resolution 2014-22,
Designating the Officers of the District**

Mr. Roethke presented Resolution 2014-22 to the Board, which will designate the officers of the District.

On a Motion by Ms. Coffey, seconded by Mr. Palmisano, with all in favor, the Board adopted Resolution 2014-22 for Forest Brooke Community Development District.

SIXTH ORDER OF BUSINESS

**Presentation of Resolution 2014-23,
Delegation Resolution**

Mr. Roethke presented Resolution 2014-23 to the Board, the Delegation Resolution. Mr. Sanford discussed this resolution with the Board and added details regarding the exhibits to the Resolution, which includes the Master Trust Indenture and First Supplemental Trust Indenture, the Bond Purchase Agreement, Preliminary Limited Offering Memorandum, and Continuing Disclosure Agreement. There were no questions from the Board.

On a Motion by Ms. Coffey, seconded by Mr. Gainer, with all in favor, the Board adopted Resolution 2014-23 for Forest Brooke Community Development District.

SEVENTH ORDER OF BUSINESS

Presentation of Special Assessment Report

Mr. Roethke distributed the Special Assessment report and Ms. DeVito discussed the details of this report with the Board. Mr. Dailey added some comments regarding this report. There were no questions from the Board.

(Mr. Kessler arrived (via phone) while the meeting was in progress at 9:15 a.m.)
(Mr. Hall arrived while the meeting was in progress at 9:15 a.m.)

EIGHTH ORDER OF BUSINESS

**Presentation of Resolution 2014-24,
Setting Forth Specific Terms of
Assessments**

Mr. Roethke distributed Resolution 2014-24 to the Board, which will adopt the special assessment report that was just presented.

On a Motion by Ms. Coffey, seconded by Mr. Gainer, with all in favor, the Board adopted Resolution 2014-24 for Forest Brooke Community Development District.

NINTH ORDER OF BUSINESS

**Consideration of District Counsel's 2014
Bond Documents**

Mr. Roethke distributed District Counsel's 2014 Bond documents to the Board. This includes the Notice of Lien and Disclosure of Public Finance, Declaration of Consent, Agreement to Convey or Dedicate, Collateral Assignment, Funding and Completion Agreement, True-Up Agreement, Development Acquisition Agreement, Engineer's Certificate, and Bill of Sale. Mr. Vericker discussed the details of each of these documents with the Board.

On a Motion by Mr. LeFere, seconded by Ms. Coffey, with all in favor, the Board approved the District Counsel's 2014 Bond Documents for Forest Brooke Community Development District.

Mr. Vericker discussed the acquisition process with the Board. A discussion ensued regarding assigning contracts from the Developer to the CDD. Mr. Sanford noted that Bond Counsel would like to review these contracts before they are assigned.

Mr. Hall asked about the details of the Acquisition Agreement between the Developer and the CDD. Mr. Sanford and Mr. Vericker added some details to this discussion. There was no need for any formal Board action, and the Developer will not be assigning any contracts to the District at this time.

TENTH ORDER OF BUSINESS

Consideration of Insurance Proposals

Mr. Roethke presented proposals for Insurance to the Board.

On a Motion by Mr. LeFere, seconded by Ms. Coffey, with all in favor, the Board approved the proposal from Stahl for General Liability and Public Officials Liability insurance at a cost of (\$2,359.74) for Forest Brooke Community Development District.

ELEVENTH ORDER OF BUSINESS

Ratification of Underwriter Engagement Letter

Mr. Roethke presented an engagement letter from the underwriter. This will be an exhibit to the agreement the Board approved with FMS Bonds at a previous meeting.

On a Motion by Ms. Coffey, seconded by Mr. Gainer, with all in favor, the Board ratified the Underwriter Engagement Letter for Forest Brooke Community Development District.

TWELFTH ORDER OF BUSINESS

Consideration of Trustee Fee Schedule

Mr. Roethke distributed a fee schedule from the Trustee related to the 2014 Bond issue.

On a Motion by Mr. LeFere, seconded by Ms. Coffey, with all in favor, the Board approved the Trustee Fee Schedule for Forest Brooke Community Development District.

THIRTEENTH ORDER OF BUSINESS

Discussion Regarding Bond Pre-Closing

Mr. Kessler asked the Board and District Staff when the Bond Pre-Closing should take place. The Board and Staff agreed that October 14 at 12:00 pm at the Tampa offices of Greenberg Traurig will work. Mr. Sanford noted that he will attempt to get all documents signed via mail, so that there may be no need to meet for a pre-closing.

FOURTEENTH ORDER OF BUSINESS

Staff Reports

- A. District Counsel
No report.

- B. District Engineer
Not present.

- C. District Manager
Mr. Roethke noted that the next regularly scheduled meeting will be held on October 16, 2014 at 9:00 a.m. at the offices of Lennar Homes located at 4600 Cypress Street, Suite 200, Tampa, Florida 33607.

FIFTEENTH ORDER OF BUSINESS

Supervisor Requests

There were no Supervisor requests.

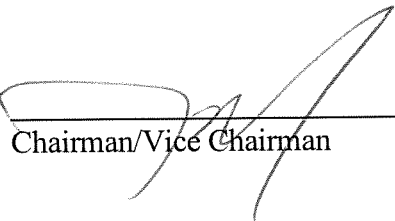
SIXTEENTH ORDER OF BUSINESS

Adjournment

On a Motion by Ms. Coffey, seconded by Mr. Gainer, with all in favor, the Board adjourned the meeting at 9:45 a.m. for Forest Brooke Community Development District.
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Secretary/Assistant Secretary



Chairman/Vice Chairman