

APPROVED

**MINUTES
SUN CITY CENTER COMMUNITY ASSOCIATION, INC
BOARD OF DIRECTORS MEETING
WEDNESDAY, March 13, 2013
ROLLINS THEATER**

DIRECTORS PRESENT

Ed Barnes, President
Jane Keegan, Vice President
David Floyd, Secretary
Neil Rothfeld, Treasurer

Al Alderman
Howie Griffin
Mike Killian
Sam Sudman

DIRECTORS ABSENT

Chuck Collett

OTHERS PRESENT

Lyn Reitz, Community Manager
Carol Donner, Recording Secretary
22 Members

I. CALL TO ORDER/PLEDGE OF ALLEGIANCE

President Barnes called the meeting to order at 9:00 a.m. All present joined him in the Pledge of Allegiance. A quorum was established with 8 members present.

II. APPROVAL OF THE MINUTES

There being no objections or corrections, the minutes of the Board Meeting held on February 13, 2013 were approved as presented.

III. SECRETARY'S REPORT

Acknowledgements –Secretary Floyd reported that the CA had received Monday Movie donations of \$499 to offset license fees; the Low Impact Aerobics Club donated \$50 to FunFest and the Trimnastics Club donated \$40 to FunFest. The Tennis Association paid the CA \$10,000 toward maintenance of the Tennis Courts. The Interfaith Social Action Council donated \$2,000 to the SCC Library for large print books.

IV. PRESIDENT'S REPORT

President Barnes' report is attached.

V. TREASURER'S REPORT

Treasurer Rothfeld reported that the audit report through December 31, 2012 has not yet been completed. He announced that 34 homes were closed in February. To-date we have received Capital Fund Fees on 60 homes versus a budget of 50 homes.

IV. MANAGER'S REPORT

Community Manager Lyn Reitz's report is attached.

VI. STANDING COMMITTEE REPORTS (None)

VII. SPECIAL PURPOSE COMMITTEE REPORTS

Pebble Beach Blvd. Task Force

Paul Wheat, Chairman of the Pebble Beach Blvd. Task Force, referred to the interim report submitted to the Board on March 1, 2013 along with the revision to the report dated March 8, 2013 (attached). He complimented the members of the Task Force for their expertise. The Task Force unanimously agreed that the only feasible option would be that the Community Association assume the responsibility of maintaining Pebble Beach Blvd. The only other choice would be to have Minto turn the maintenance back to Hillsborough County.

VIII. UNFINISHED BUSINESS

- Approve Amendment to 5.01.C Criteria for Membership
Secretary Floyd **MOVED** that the Board approve the amendment to Policy 5.01.C.3.a and the addition of 5.01.C.e (attached) which was tabled from the February 13, 2013 Board Meeting. **SECOND:** Director Alderman. **VOTE:** Unanimous in favor by voice vote. Motion carried.

IX. NEW BUSINESS

1. Approve Judges & Tellers for the Elections Committee for 2013
Director Griffin **MOVED** that the Board approve the list of Judges & Tellers for the Elections Committee for 2013 as submitted (attached). **SECOND:** Secretary Floyd. **VOTE:** Unanimous in favor by voice vote. Motion carried.
2. Approve resolution to allow Treasurer to sell shares of MetLife stock
Vice President Keegan **MOVED** that the Board approve a resolution to allow Treasurer Rothfeld to sell 31 shares of MetLife stock which is valued at approximately \$36.00 per share as submitted (attached). **SECOND:** Director Sudman. **VOTE:** Unanimous in favor by voice vote. Motion carried.
3. Approve contracts with William Clare Entertainment for Entertainment Series programs for the 2013/2014 season
Director Griffin **MOVED** that the Board approve the following contracts with William Clare Entertainment for the 2013/2014 season:
 - 3 Redneck Tenors, Sunday, January 12, 2014 for \$5,800
 - Jay White (Neil Diamond Tribute), Sunday, February 9, 2014 for \$7,800
 - Finis Henderson, Sunday, March 30, 2014 for \$7,000
 - Phil Dirt and the Dozers, Friday, February 14, 2014 for \$6,000These contracts will be expensed from Operations Account #41321 – Entertainment. **SECOND:** Director Alderman. **VOTE:** Unanimous in favor by voice vote. Motion carried.
4. Accept the interim report by the CA Pebble Beach Task Force
Secretary Floyd **MOVED** that the Board accept the interim report dated March 1, 2013 and the revision to the report dated March 8, 2013 submitted by the Pebble Beach Blvd. Task Force and that the Board accept their recommendations. **SECOND:** Director Alderman. **VOTE:** Unanimous in favor by voice vote. Motion carried.


5. Approve Amendment to 6.04 Fitness Center
Secretary Floyd **MOVED** that the Board approve the amendment to 6.04 Fitness Center as submitted (attached.) **SECOND:** Director Killian. **VOTE:** Unanimous in favor by voice vote. Motion carried.
6. Approve hardship cases
Vice President Keegan **MOVED** that the Board approve granting hardship waivers for 2013 dues for 18 members (Case numbers: 1745, 2122 (2 members), 2599 (2 members), 3731, 3845, 3855, 3860 (2 members), 4481, 4521, 4550, 5006 (2 members), 5136, 5204 and 6303) as approved by the Hardship Panel. The total of \$4,842 representing waived dues will be taken from the Hardship Fund account #36004. **SECOND:** Secretary Floyd.
VOTE: Unanimous in favor by voice vote. Motion carried.
7. Approve Master Plan submitted by the Long Range Planning Implementation Committee
Director Griffin **MOVED** that the Board approve the Long Range Planning Implementation Committee Report which was submitted at the February 13, 2013 Board Meeting.
SECOND: Director Sudman. **VOTE:** Unanimous in favor by voice vote. Motion carried.
8. Approve resolution regarding Hillsborough County employees
Director Sudman **MOVED** that the Board approve a resolution thanking the Hillsborough County employees for their dedication, service and support of our community as submitted (attached). **SECOND:** Director Griffin. **VOTE:** Unanimous in favor by voice vote. Motion carried.
9. Approve Traverse data base training for employees
Treasurer Rothfeld **MOVED** that the Board approve a contract with Applied Business Services in the amount of \$5,400 to provide Traverse data base training for CA employees. This will be expensed from Operating Account #64710. **SECOND:** Director Sudman.
VOTE: Unanimous in favor by voice vote. Motion carried.

X. GOOD & WELFARE

Director Killian stated there had been a tremendous amount of effort put together for FunFest on March 16th and that included the Maintenance Department.

XI. ADJOURNMENT

Director Alderman **MOVED** the meeting be adjourned. **SECOND:** Secretary Floyd.
VOTE: Unanimous in favor by voice vote. The meeting was adjourned at 9:50 a.m.



David Floyd
Corporate Secretary
DF:cd
Attachments (8)

AUDIENCE PARTICIPATION

ADDENDUM – MINUTES – MARCH 13, 2013

*Audience participation comments are not an official part of the Board Meetings.
They are condensed and summarized for reference only.*

NAME	SUBJECT
Andy Betz	What is the status of bringing Freedom Plaza and Sun Towers into the group? <i>Still in the negotiation stage.</i>
Henry Niemczyk	Will the report given on the maintenance of Pebble Beach Blvd. on March 20 th just be a broad overview?
Paul Wheat	Yes. There will be a presentation of before and after pictures and a short report on the situation. There will be two Town Hall Meetings in April. One on the 16 th from 2 to 4 p.m. in Community Hall and one on the 24 th from 7 p.m. to 9 p.m. in the Caper Room to cover the full details.

President Ed Barnes' Report – Board of Directors Meeting - March 13, 2013

We have two very important projects going on at the same time. You will hear about both of these projects in some detail today – the first is PBB Median Task Force report and the second is the Master Plan for the CA facilities. In addition, we have a number of administrative issues to take up-unfinished business from the February BOD Meeting, appointment of Election Committee members, Entertainment and training contracts, hardship cases and some policy changes to consider.

The Pebble Beach Blvd Median Maintenance Task Force, led by Paul Wheat will present today an overview of their Interim report and supplement to the Interim Report. The Interim Report was delivered on schedule to the Board on March 1 and the supplement was delivered on March 8. The Board will consider accepting this report and the recommendations of the Task Force today. At the Membership meeting on March 20, the Task Force will make a media presentation which, I think, you will find very interesting. Paul Wheat will give the membership an overview of the Task Force approaches and findings. We as a community must decide what we want to do regarding the PBB medians on a go forward basis. Over the spring and fall the Task Force is planning a series of Town Hall Meetings and Coffee and Conversations to discuss in detail the methodology and options regarding this effort. In December, we will have a referendum vote on the Task Force's recommendations.

As most of you know, we held a Coffee and Conversation on March 5th regarding the Master Plan and the schedule for rolling out this Master Plan. The purpose of the Coffee and Conversation was to discuss the plan in detail and to receive feedback from the members. We received a lot of good feedback and are continuing to solicit member comments on this plan. You can submit comments by email to sccboard@suncitycenter.org or by letter to the Board. This plan is based on the Pay As You Go financing concept and a resultant schedule over the period 2013 – 2024. We received a number of comments at the Coffee and Conversation on the length of the schedule. The next step will be for the BOD to take up the Master Plan at today's meeting. As we roll this plan out we will have membership votes on those projects which exceed the By Law guidelines for the BOD. The first membership vote will be in mid May on the reconfiguration of the Campus parking area. We will have more details on this particular project before the Membership Meeting and will hold a Town Hall Meeting on this particular project in mid April.

I want to mention once again that next year we will be implementing a new dues collection process whereby your dues will be paid directly to the bank. Dues payments will not be collected at the CA Office. They have to be sent to the bank. I want to ensure that everyone is aware of this change – it is going to happen. We will have several notices in the Newsletter about this change and most likely you will hear it from me several more times.

As of last Friday we had collected membership dues from about 98% of the dues notices. We sent out about 200 late dues notices last week. We will send out two more late dues notice letters and for those not paid by May 1st, we will start the lien process. I plan to re-engage an aggressive foreclosure process on those members with large delinquent dues over this next year. As all of you know, Fun Fest is coming up this weekend – you will hear more about this later this morning from Director Killian.

Sun City Center Community Association

Board of Directors Meeting

March 13, 2013 from Lyn Reitz, Community Manager

Audit --- We are finishing up the Annual Audit with the Auditors for the March Membership Meeting presentation.

FunFest --- Don't forget to mark your calendars for FunFest, Saturday March 16th 9am to 3pm. We have more vendors than years past and have ordered perfect weather so it should be a wonderful day.

Horizon Room --- Working on getting all of my components together for the TPO and Board's review to renovate the Horizon Room now that the Caper Room is almost completed. We are still trying to finalize the tables and chairs for the room with the Bridge Club. If we can't find the perfect tables and chairs for them, I will be scheduling the floor and painting to get done and keep the existing tables and chairs until some new ones can be selected.

Shredding Day --- Shredding day has been scheduled for March 22nd from 9am to Noon. It will be located in the same spot as always behind the CA Offices. Make sure you come and take part of this worthwhile event to destroy your personal documents safely.

Resident Count --- As of February 28th, total residents were 10,410 and total membership dues were 11,143. We are now tracking the residents and vacancies separately to have a true accounting for our records and budgeting processes.



COMMUNITY
ASSOCIATION, INC.

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(813) 633-3500 • FAX (813) 634-3486

March 1, 2013

To: SCC CA President and Board of Directors

From: CA Pebble Beach Task Force

Re: Interim Report

Dear President Barnes and CA Directors:

In accordance with the President's Tasking Letter, the Pebble Beach Task Force (PBTF) is pleased to present the attached Interim Report concerning the enhanced landscaping on the medians of Pebble Beach Boulevard.

In summary, as requested, the PBTF studied all options offered to retain the present level of maintenance on the medians of Pebble Beach Boulevard (PBB). The bottom line is there are only two (2) options that appear to meet the requirement: (1) establish a Special Dependent (Tax) District, and (2) request the Community Association to assume the responsibilities. The PBTF believes the only other choice is to notify Minto and have them turn the maintenance of the PBB medians back to Hillsborough County.

It became readily apparent to the PBTF, as detailed in Appendix C, the establishment of a Special District is highly improbable, if not impossible. Therefore, we made the unique request for legal advice to assure the Board that this requirement could be assumed by the CA under the umbrella of its IRS 501(c)(3) Tax Exempt status.

As stated in the reply from legal council in Appendix E, the CA Board may take the position that assuming responsibility for the maintenance of enhanced landscaping on the medians of PBB is in furtherance of the exempt purposes of the CA, as outlined in the Articles of Incorporation and Bylaws. Furthermore, this action should not constitute a material change in purpose or operation and therefore should not require an amendment to the Articles of Incorporation or to the Bylaws of the CA.

The members of the Task Force unanimously agree that this option is the only viable option to insure the future maintenance of the enhanced landscaping of the medians on Pebble Beach Blvd.

The Board is requested to accept this Interim Report and the PBTF recommendation at its meeting to be held March 13, 2013. Subsequently, the PBTF is prepared to make a presentation at the membership meeting on March 20th and proceed with the actions outlined in Appendix G.

Sincerely,


Paul Wheat
Chairman, PBTF

Enclosed: Interim Report dated March 1, 2013

Board Meeting – 3/13/13
Attachment 3 of 8 (39 pages)

INTERIM REPORT
PEBBLE BEACH TASK FORCE
SUN CITY CENTER COMMUNITY ASSOCIATION
MARCH 1, 2013

SITUATION

1. a. The costs of the enhanced landscape maintenance, irrigation and street lighting in the Pebble Beach Boulevard (PBB) right of way has been, and still is, voluntarily funded and paid by developer(s), presently Minto Communities, LLC (Minto), as by its predecessors Florida Design and WCI. The reason is simply that through the years community developers have realized that well maintained roadways in a community sells houses.
- b. The specific areas involved are the 20 medians in South Pebble Beach Blvd. from the intersection with Platinum Drive north to the intersection of State Road 674, and the 11 medians on North Pebble Beach from the intersection of State Road 674 north to where the last median ends north of LaJolla Avenue.

PROBLEM

2. a. The present agreement between Hillsborough County and Minto providing for enhanced landscaping on the medians of PBB terminates on December 13, 2015. At that time, unless other arrangements are agreed to, the County will require the return of the landscaping in the medians "to its original condition in order to protect the health, safety, and welfare of the general public." Irrigation of all 31 medians will be shut off by the County, and all street lights presently paid for by Minto will be extinguished by TECO.
- b. The Community Association (CA) Board of Directors (BOD) has acknowledged that it is in the best interests of the residents of Sun City Center to develop a plan for the continued maintenance of the enhanced landscaping on the medians of PBB once Minto no longer provides it.

BACKGROUND

3. The maintenance of road medians in Sun City Center is by no means a new subject within the community. The *Report of the Community Development Committee of Sun City Center, Florida* dated February 24, 1986, was submitted to the Boards of Directors of the Sun City Center Home Owners Association, Inc. and the Sun City Center Civic Association, Inc. prior to membership agreement. *The Plan and Agreement of Consolidation* that resulted in the incorporation of the Sun City Center Community Association as the continuing corporation, mentioned in several places the need to prepare for a day in which maintenance of properties such as parkway medians is left to the town by a departing developer.
4. The responsibility for the irrigation and maintenance of the landscaping within the medians of PBB was originally included in the *Master Beautification Declaration for Greater Sun City Center* recorded with Hillsborough County October 10, 1991. However, as discussed below, this responsibility was deleted from that declaration by its *Fourth Amendment* recorded on May 25, 1994.
5. More recently, *The Greater Sun City Center Community Plan* was adopted by the Hillsborough County Board of County Commissioners and became effective November 18, 2010. This plan reflects the community's values, provides guidelines for local development and addresses quality of life issues in the Sun City Center area. The retention of attractive medians

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and rights-of-ways is the number one goal under the land use element of this plan. Specifically it is stated that the creation of a Special Taxing District or other appropriate means for funding the continued maintenance of medians is desired. As such, any future action concerning the maintenance of the PBB medians should complement and support this Community Plan.

ACTIONS BY THE CA BOD

6. At its' meeting of August 15, 2012, the BOD adopted the *Resolution Regarding Sixth Amendment to 1984 Agreement* and also resolved to execute the *Sixth Amendment to the 1984 Agreement*, which is attached to the resolution as Exhibit "A" Both of these are attached herein as Appendix A.

7. The BOD has agreed to a time-table to take such actions deemed necessary in preparation for a referendum by the CA membership to vote on action items concerning the retention of the enhanced landscaping on the PBB medians.

8. By letter dated August 5, 2012, Ed Barnes, President of the Sun City Center Community Association, appointed Paul Wheat as the Chair of a "Task Force to be composed of residents of Sun City Center for the express purpose of developing a long term plan to identify ways and means of maintaining the Pebble Beach Boulevard medians after the developer departs Sun City Center following build out."

9. The following is extracted from the tasking letter (copy as Appendix B) signed by CA President Ed Barnes:

"This Task Force will shape the future of Sun City Center and is critical to the future well-being of the members of the Community Association. The following deliverables with due dates are expected from this Task Force:

1. Identify the alternative ways and means of maintaining the PBB medians and the funding stream – March 1, 2013.
2. A phased action plan for implementing each of the identified alternatives – March 1, 2013.
3. Conduct community outreach meetings in the form of Town Hall Meetings or other such meeting techniques to inform the community of this effort and discuss the alternatives.
4. Final Report to the President and Board of Directors along with recommended courses of action – October 15, 2013."

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THE CA PEBBLE BEACH TASK FORCE

10. In addition to Paul Wheat as Chairman, the following CA members participated in the Pebble Beach Task Force. This Task Force has met collectively and in working groups many times since September 25, 2012. Each member has contributed in his/her respective area of expertise and all are still actively involved.

Bob Deutel	Dee Giordano	Gary Kaukonen	John Luper
Steve McTeague	Susan Muise	Ron Pelton	Tom Schmitt
Sam Sudman	Rolf Sulzberger	Harald Van Eycken	

Roger Aman, Land Development Superintendent for Minto Communities, also participated as a consultant to the Task Force.

MAINTENANCE FUNCTIONS CONSIDERED

11. a. The various maintenance functions and associated estimated annual costs presently paid for by Minto which are relative to the enhanced landscaping, irrigation and lighting of the PBB medians were identified as follows:

<u>Function</u>	<u>Annual Costs</u>
Electrical (Lighting) costs paid by Minto directly to TECO	\$3,240
Irrigation (watering) costs	
Maintenance and repairs to irrigation system	\$15,000
Annual inspection costs of 11 backflow valves on PBB	500
Known watering costs paid by Minto in 2012	<u>7,220</u>
	\$22,720
Landscaping (to present standards)	\$72,000
Mulching (to present standards)	\$5,400
Liability insurance (estimated)	<u>\$2,000</u>
Total	\$105,360

- b. The estimate of the cost for landscaping is based on the retention of the existing maintenance standards of the enhanced landscaping. Several sources of information were sought as well as liaison with the Hillsborough County Extension Agent who did a complete tour of the properties involved and who furnished a list of alternative plants, some of which could be used to lower maintenance costs in the future. However, it was also stated there will probably be minimal cost savings resulting from the immediate replacement of any existing plants or shrubs before they die.

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OPTIONS CONSIDERED

12. As required by the tasking letter, the following alternative ways and means of maintaining the PBB medians and funding stream (where applicable) were considered by the Task Force.

a. Do nothing

In most situations this might be considered an option. However, the *Resolution Regarding the Sixth Amendment to the 1984 Agreement* executed on August 15, 2012 by the CA BOD and the *Sixth Amendment to Agreement* made August 21, 2012 by and between the CA, ClubLink US Corporation, and Minto Communities eliminates this as an option.

b. Integrate into the Greater Sun City Center Beautification Corporation (GSCCBC).

This is one of the most common of means mentioned during discussions concerning the future landscape maintenance of the PBB medians. In fact, as stated above, the possibility of including the irrigation and maintenance of the medians along Pebble Beach Boulevard was originally foreseen in *The Master Beautification Declaration for Greater Sun City Center* (Sun City Center and Kings Point) which was recorded with the Hillsborough County Clerk on October 10, 1991. That option was subsequently deleted by the Fourth Amendment to the Declaration recorded May 25, 1994, which limited the area of Sun City Center Blvd. (S.R. 674) to be maintained by the GSCCBC, and furthermore deleted the ability to add additional property to be maintained by the GSCCBC in the future, therefore eliminating this as an option. Considering it would take 67% of the Class A members of the GSCCBC to approve any amendment, of which more than 50% live in Kings Point, the Task Force has eliminated this as a viable option.

c. Use volunteers to accomplish the maintenance of the medians.

- (1). There are many issues that must be considered concerning this option. Any maintenance of landscaping on County roads requires an agreement with the county that lays down the requirements, standards, etc. that must be met. Someone would have to sign a contract with a qualified and licensed landscaper and assume the responsibilities. Indemnification and insurance will be required. Someone, or some organization, will have to (legally) be in charge and (financially) oversee the whole effort.
- (2). It is doubtful that the County would approve any volunteer maintenance efforts on the medians other than the collection of trash and debris, if even that. The use of seniors, or even younger members of outside organizations, as volunteer workers will present significant safety issues. Liability insurance could become a significant cost issue.
- (3). Also, the use of volunteers does not address the irrigation and lighting requirements of the medians. There will be significant expenses for the purchase and maintenance of necessary landscaping equipment. Someone will have to coordinate necessary

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donation efforts, account for the funds, and pay the bills for needed resources not filled by volunteers. All these issues combine to make this option, if not impossible, highly improbable as a viable approach to resolve the problem.

d. Create a corporation to do the job with solicited funds

The establishment of a not-for-profit corporation would provide the legal vehicle to overcome many of the above issues. In short, a corporation can be organized to accomplish a specific purpose, made up of members who are obligated to pay for that purpose, and who are subject to certain legal actions for failure to pay. An operating budget must include known income levels, not donations, to meet foreseen contractual and operational requirements. For this reason, this option is not considered a viable option by the Task Force.

e. Existing HOA's adjacent to PBB to assume the landscaping responsibilities

This seems at first to be a somewhat more feasible option encompassing the above two options. Any HOA desiring to pick up the responsibility for the median maintenance of "its" portion of Pebble Beach will have to make the required agreement with Hillsborough County, obtain the necessary liability insurance, and arrange for the payment of electrical and irrigation costs in its' respective portion. It is noted however, that there are portions of Pebble Beach where there are no adjacent incorporated HOA's. Therefore, it is impractical for the Task Force to further pursue this option as a viable solution for the future maintenance of the Pebble Beach medians.

f. Request the Chamber of Commerce to intervene with financial support

(1). This approach is almost always suggested when the subject of maintenance of medians in SCC arises. The Sun City Center Chamber of Commerce is an organization formed to provide opportunities for local businesses to meet with each other and share ideas and contact information. Their membership, comprised of a large number of small business owners, is charged a small membership fee to belong. The revenue they presently generate, including dues, is used to cover their annual expenses. In short, the Chamber presently has no funds that can be used for this purpose, nor the authority to include the maintenance of the landscaping of the medians of Pebble Beach Blvd. in its' annual budgets.

(2). As a general statement, it can be said that Pebble Beach Blvd. runs within the residential area of our community. We, the residents, however, may look at Pebble Beach as the North/South main street in town, largely because it is the street on which most of the Community Association facilities are located. Although several businesses are located on or adjoining Pebble Beach Blvd., the business community at large does not view Pebble Beach as "their" main street. Without question, their main street in town is S.R. 674. The maintenance of the median on S.R. 674 is the responsibility of the Greater Sun City Center Beautification Corporation, as previously discussed, and their participation in the maintenance of the medians on S.R. 674 is not a matter within the purview of this Task Force.

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- (3). The Chamber does and will continue to encourage their individual business members to support as many community efforts as possible. Presently, the most we could expect are donations by the individual business members of the Chamber. Therefore, further pursuit by the Task Force of this option is not a viable one at this point in time.
- (4). However, if the responsibility for continued maintenance of the enhanced landscaping of the medians of Pebble Beach Blvd. is assumed by agreement with the County, then the second party to that agreement could "reach out" to those businesses located on or adjoining Pebble Beach Blvd. for an annual donation to support this initiative.

g. Create a Special Dependent (Tax) District

- (1) Over the years, whenever the subject of the future maintenance of the medians on PBB arose, the answer has always been that the creation of a Special Dependent (Tax) District was the "way to go". Attached as Appendix C is a discussion paper titled *The Establishment of a Special Dependent (Tax) District*. It explains in detail the procedures required by Hillsborough County to establish such a district, including administrative requirements to maintain such a district, and the additional costs for those administrative requirements. In addition to the onerous petitioning requirement, for example, the county prepared petition would consist of about 660 pages. There are initial costs estimated to be around \$3,000 to verify signatures, and recurring annual administrative fees charged by the county equaling 4% of the district's annual budget. The funding of a Special Dependent (Tax) District is accomplished by the county collecting a non-ad valorem (tax) assessment on properties within the district.
- (2). In short, although this option is possible, it is highly unlikely the required 51% of all lot owners in the proposed district would sign the required "upfront" petition. Additionally, because of county involvement and additional costs, this option, or any variation thereof, should only be reconsidered if all "community internal" options fail and the decision is made by our residents to turn the maintenance of the PBB medians back to the county.

h. Request the Community Association to assume the responsibility

- (1). Again, through the years, whenever the subject of the future maintenance of PBB medians arose, it was stated that the CA could not assume the responsibility because of the CA's IRS 501(c)(3) tax exempt status and the potential risk of losing it. Facing the "long" odds of establishing a Special Dependent (Tax) District, and recognizing that there is an existing organizational structure in the CA to assume such responsibilities at minimum additional overhead expenses, a thorough study of the original application for the CA's IRS 501(c)(3) tax exempt status, as well as the CA's subsequent appeal to the IRS National Office in 2000, was conducted with "eye opening" results.
- (2). Attached as Appendix D is the discussion paper which was generated and defines the situation which was forwarded for legal review.

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(3). Attached as Appendix E is the reply with legal analysis as follows:

"The CA's payment of the landscaping costs of the medians likely is consistent with both the exempt purposes of serving the residents of the retirement community and of lessening the burden of the government."

Furthermore, the reply states:

"Because the CA's maintenance of the medians is consistent with its exempt purposes, such an action should not constitute a material change in purpose or operation and, thus, should not require an amendment to the Articles of Incorporation or to the Bylaws of the CA. The CA may take the position that the Board of Directors is taking action in furtherance of the exempt purposes of the CA, as outlined in the Articles of Incorporation and the Bylaws."

(4). The members of the Task Force unanimously agree that this option is the only viable option to be taken to insure the future maintenance of the enhanced landscaping of the medians on Pebble Beach Blvd.

FUNDING STREAM

13. a. The necessary funding for this requirement will have to be borne by the CA membership, either indirectly through income from some future source, or directly by increasing annual membership dues. For example, if an agreement is made for the use of CA facilities from a non-membership source (i.e. Freedom Plaza), that income could be used to fund a portion of this requirement thereby minimizing the direct impact of an increase in membership dues.
- b. If the above is not considered feasible then the necessary funding for this requirement would have to be accomplished through the CA budgeting process and collection of increased annual CA membership dues. Assuming an additional (projected) budget requirement of \$105,360 and assuming a future (2017) CA paying membership of 11,200 members, the additional dues for each CA member would be about \$9.41 per year per member (about 78 cents per month) in today's dollars. See Appendix F.
- c. In accordance with the phase-in schedule stated in the Board adopted *Resolution Regarding the Sixth Amendment to the 1984 Agreement*, this would mean an estimated increase in CA annual dues in 2015 of about \$3.16, in 2016 an additional estimated increase of about \$3.20, and in 2017 an additional estimated increase of about \$3.05, again in today's dollars. The Task Force assumes that this phase-in schedule is based on expected "build out" by Minto in 2017.

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- d. The above cost estimates are based on the best data available at this time. As with any cost estimates concerning future values, they may be revised as more and better data is obtained.
- e. Although donations should be solicited from the business community, organizations and individuals for this specific requirement (line item); any donations received could only be applied toward the subsequent year's funding.
- f. These projected annual costs are well within the authority of the Board to approve without a membership referendum. However, if the Board desires to obtain membership approval of this option as a continued annual obligation, it should be done by means of a "ballot" vote of some type, most appropriately in December 2013 concurrent with the membership vote for directors.

PHASED ACTION PLAN FOR 2013

14. The Task Force developed a phased action plan for the purpose of informing CA members of the alternative that has been identified by the Task Force as the only one viable for maintaining the enhanced landscaping on the PBB medians which is for the CA to assume the responsibility. (attached as Appendix G)

15. Also attached (as Appendix H) is a list of planned future meetings to comply with the requirement to hold "out-reach" meetings to inform CA members of this situation and recommendation of the Task Force.

REQUIRED ACTIONS

16. Acceptance of this Interim Report and the Task Force recommendation by the CA Board at its March 13, 2013 meeting.

17. The Task Force will make a presentation at the March 20, 2013 CA membership meeting.

18. Following the March 20th meeting, the Task Force will conduct community outreach meetings in the form of Town Hall Meetings or other such meeting techniques to inform the community of this effort and discuss the alternatives.

19. The Task Force will provide a Final Report to the President and Board of Directors, along with updated recommended courses of action, by October 15, 2013.

20. Prior to June 1, 2014, if a decision is made for the CA to assume the PBB median landscaping responsibilities, the BOD must finalize the phase-in plan with Minto and integrate the results into the CA budgeting cycle starting in year 2015.

21. If the membership does not vote (in the December 2013 referendum) for the CA to assume the landscaping responsibilities, or if the necessary funds required are not approved by the Board at its October 2014 meeting as part of the 2015 Operating Budget, the BOD must liaise with Minto to transition the maintenance of the medians back to Hillsborough

INTERIM REPORT
PEBBLE BEACH TASK FORCE
SUN CITY CENTER COMMUNITY ASSOCIATION
MARCH 1, 2013

County. At that time, as the situation may permit, the establishment of a Special Dependent (Tax) District may again be approached.

22. At any time throughout this process, members of the Task Force will make themselves available, collectively or individually, to answer questions from the Board or the membership alike.

**RESOLUTION REGARDING
SIXTH AMENDMENT TO 1984 AGREEMENT**

Whereas, Sun City Center Community Association, Inc. (formerly known as Sun City Center Civic Association) (hereinafter referred to as the "Association"), has entered into formal agreements (hereinafter collectively referred to as "the 1984 Agreement"), with W.G. Development Corporation ("W.G.") the developer of Sun City Center, Florida; and

Whereas, Minto Communities, LLC ("Minto") is the successor to W.G. as the developer of the remaining residential properties in Sun City Center; and

Whereas, the Association has asked Minto to execute a proposed Sixth Amendment to the 1984 Agreement dealing with golf properties and operations in Sun City Center; and

Whereas, Minto, in conjunction with executing the Sixth Amendment, has requested clarification of certain issues related to the 1984 Agreement; and

Whereas, one issue is the enhanced maintenance of Pebble Beach Boulevard, a public right-of-way, on which enhanced maintenance to date has been performed by Minto and its predecessors; and

Whereas, a second issue is the amount of a capital transfer fee payable by Minto to the Association upon Minto's conveyance of a Unit to a third party purchaser as envisioned by the 1984 Agreement and the letter agreement dated June 30, 2003 executed by WCI and the Association.

NOW, THEREFORE, after due consideration and deliberation, the Board of Directors of the Association adopted the following resolution at a duly convened meeting thereof on August 15, 2012:

BE IT RESOLVED, that the Association will execute the Sixth Amendment to the 1984 Agreement in the form attached hereto as Exhibit "A".

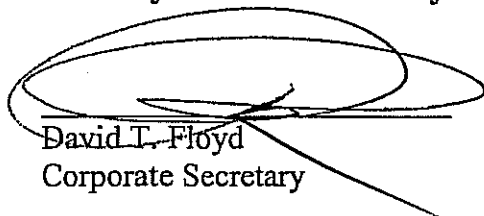
BE IT RESOLVED, that the Board will take the following actions on the following schedule to secure a vote by the Association to change the Association's Articles of Incorporation and Bylaws to permit funding of the maintenance costs for PBB, as defined in the Sixth Amendment:


Activity	Completion Deadline
1. Establish Task Force	October 1, 2012
2. Task Force Report on funding alternatives	March 1, 2013
3. Community Outreach to inform, discuss alternatives	October 1, 2013
4. Task Force recommendations to Board/Board Action	November 1, 2013
5. Association membership referendum on any required amendments to Articles or ByLaws, and other action items requiring Association membership approval	December 1, 2013
6. If Association membership approves the amendment of the Articles of Incorporation and Bylaws, an Association membership vote will be taken to consider increasing the Association's dues to fund maintenance costs for PBB as follows: 1/3 of total PBB costs in 2015 2/3 of total PBB costs in 2016 Total PBB costs in 2017	June 1, 2014
7. If the Association does not approve amending the Articles of Incorporation or the By Laws or the use of dues for maintenance of PBB the Association agrees to work with Minto to transition maintenance of PBB to Hillsborough County.	October 1, 2014

BE IT RESOLVED, that the Association agrees to indemnify, defend and hold Minto harmless from and against any claims by the Association and its members related to implementing the Sixth Amendment.

Executed this 15th day of August, 2012.

Sun City Center Community Association, Inc.


David T. Floyd
Corporate Secretary


Edmund L. Barnes
President

Prepared by and when recorded,

Return to:

Stephen J. Szabo, III, Esq.

Foley & Lardner LLP

100 N. Tampa Street

Suite 2700

Tampa, Florida 33602

SIXTH AMENDMENT TO AGREEMENT

This Sixth Amendment to Agreement (the "Sixth Amendment") is made as of August 21st 2012, by and between **SUN CITY CENTER COMMUNITY ASSOCIATION, INC.**, a Florida not for profit corporation, formerly known as the Sun City Center Civic Association, Inc. (hereinafter sometimes called "C/A"), **MINTO COMMUNITIES, LLC**, a Florida limited liability company, as successor in interest to **SUNMARK COMMUNITIES CORP.**, a Florida corporation formerly known as W.G. Development Corp. (sometimes herein called "Minto") and **CLUBLINK US CORPORATION**, a Delaware corporation (sometimes herein called "Clublink").

WITNESSETH:

WHEREAS, C/A and Sunmark entered into a certain Agreement with Exhibits A through K (the "C/A Agreement") effective as of January 26, 1984 and recorded in O.R. Book 4930, Page 945, Public Records of Hillsborough County, Florida; and

WHEREAS, the C/A Agreement has been amended by and between the parties on multiple occasions, including that certain Agreement of Clarification dated as of December 11, 1987 and recorded in O.R. Book 5291, Page 930, Public Records of Hillsborough County, Florida; and

WHEREAS, ClubLink is the current owner of certain golf courses as described in the C/A Agreement; and

WHEREAS, C/A is a party with ClubLink US Corporation, a Delaware corporation ("ClubLink") to that certain Land Contribution Agreement dated June 14, 2012 (the "ClubLink Agreement") with respect to the conveyance by ClubLink to C/A of certain real property located in Hillsborough County, Florida more particularly described therein; and

WHEREAS, pursuant to the ClubLink Agreement, a covenant of C/A following closing of the ClubLink Agreement is to amend the C/A Agreement as provided for herein; and

WHEREAS, the C/A Agreement encumbers each Unit in the C/A with the C/A Covenants, including a requirement to pay assessments for C/A maintenance and operations costs; and

WHEREAS, Minto and its predecessors have funded the costs to date for enhanced

landscape maintenance, irrigation and street lighting in the Pebble Beach Boulevard right-of-way ("PBB"); and

WHEREAS, the C/A acknowledges the need to develop a plan for the maintenance of PBB once Minto no longer provides maintenance on PBB; and

WHEREAS, since the Master Declaration envisioned by the C/A Agreement has not been created to implement the Recreation Improvement Capital Contribution program described in Articles XI and XII of the C/A Agreement, Minto and the C/A agree to clarify what capital transfer fees apply to Minto's sale of Units.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, C/A and Minto agree as follows:

1. The foregoing recitals are true and correct and are hereby incorporated herein by reference.

2. All capitalized terms used in this Sixth Amendment not defined herein shall have the meanings given to such terms in the C/A Agreement.

3. Articles XVI, XVIII, and XIX of the C/A Agreement and Exhibit "H" of the C/A Agreement are hereby deleted in their entirety and of no further force or effect. The C/A further clarifies the references in the C/A Agreement to the North Course and the South Course. Specifically, the North Course shall refer to the North Lakes Golf Course and the South Course shall refer to the Sandpiper Golf and Country Club, both of which are owned by ClubLink.

4. Article VII of the C/A Agreement is hereby amended to add the following subparagraph:

(4) The C/A has no obligation under the current documents to maintain public rights-of-way or any other property not owned by the C/A. Since the C/A agrees that the Developer has no obligation to maintain any public rights-of-way in the community, the C/A agrees to take such actions as it deems necessary for the C/A membership to vote on changing the C/A's Articles of Incorporation and Bylaws on or before January 1, 2015.

(5) If the C/A membership does not approve changes in the Articles of Incorporation and Bylaws to allow maintenance of property not owned by the C/A and an increase in dues to fund the maintenance of PBB, the C/A agrees to work with Minto to transition the maintenance of PBB to Hillsborough County.

5. Notwithstanding anything to the contrary in the C/A Agreement, the only RICC or

other capital transfer fees applicable to a conveyance by Minto to a third party purchaser are as follows:

<u>Closings After May 31, 2012</u>	<u>Capital Transfer Fee</u>
For the first 582 Units	\$23.82 per Unit
For any closings above 582 Units	\$1,523.82 per Unit.

6. Minto and C/A agree to work together toward a future amendment of the C/A Agreement to create separate agreements with the owner of the Golf Courses and with the Developer.

7. This Amendment may be executed in counterparts, each of which shall constitute an original and all of which together shall constitute one and the same instrument. A facsimile or electronic copy of this Amendment and any signatures hereon shall be considered for all purposes as an original.

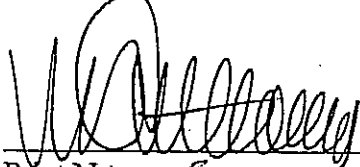
8. Except as amended hereby, the terms and conditions of the Agreement are hereby ratified and affirmed and shall remain in full force and effect.

[Signatures begin on the following page]

The parties hereto have executed this Amendment as of the date set forth above.

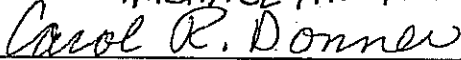
WITNESSES:

SUN CITY CENTER COMMUNITY
ASSOCIATION, INC.



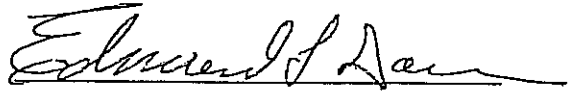
Print Name: ~~Edmund L. Barnes~~

MICHAEL ANTHONY



Print Name: CAROL R. DONNER

By:

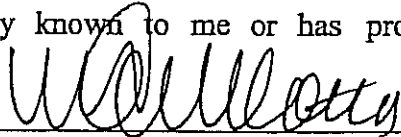


Edmund L. Barnes, President

STATE OF FLORIDA

COUNTY OF Hillsborough

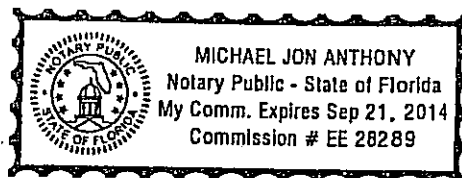
The foregoing instrument was acknowledged before me this 21ST day of Aug, 2012,
by Edmund L. Barnes, as President of **SUN CITY CENTER COMMUNITY ASSOCIATION,
INC.**, on behalf of the corporation, who is personally known to me or has produced
FL. D/L as identification.



Notary Public

Print Name: Michael Anthony

My Commission Expires: _____



CLUBLINK US CORPORATION, a
Delaware corporation

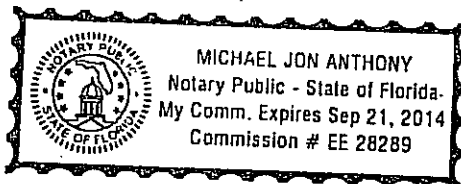
[Signature]
Print Name: MICHAEL ANTHONY

By: [Signature]
Robert Visentin, President

[Signature]
Print Name: CAROL R. DONNER

~~PROVIDENCE OF ONTARIO~~ STATE OF FLORIDA
~~YORK REGION~~ Hillsborough County

The foregoing instrument was acknowledged before me this 21ST day of Aug, 2012,
by ROBERT VISENTIN, as PRESIDENT of CLUBLINK US CORPORATION, a
Delaware corporation, on behalf of the corporation, who is personally known to me or has produced
Ontario P/L as identification.
V4644680541219



[Signature]
Notary Public
Print Name: Michael Anthony
My Commission Expires: _____

MINTO COMMUNITIES, LLC, a Florida
limited liability company

Jennifer Andrews
Print Name: Jennifer Andrews

Leigh Anne Leggett
Print Name: Leigh Anne Leggett

By: [Signature]
Name: WILLIAM BULLOCK
Title: VICE PRESIDENT

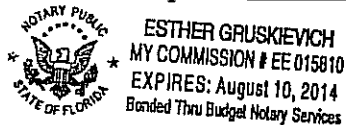
STATE OF FLORIDA

COUNTY OF Calver

The foregoing instrument was acknowledged before me this 20th day of August, 2012,
by William Bullock, as Vice President of MINTO COMMUNITIES, LLC, a
Florida limited liability company, on behalf of the company, who is personally known to me or has
produced Fla. Drivers License as identification.

B420-932-70-229-0

[Signature]
Notary Public
Print Name: ESTHER GRUSKIEVICH
My Commission Expires: 8-10-14



1009 N. PEBBLE BEACH BLVD. • SUN CITY CENTER, FLORIDA 33573
(813) 633-3500 • FAX (813) 634-3486

August 5, 2013

Mr. Paul Wheat
2211 Westminster Lane
Sun City Center, FL 33573

Dear Paul:

Re: Maintenance of Pebble Beach Boulevard Medians

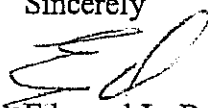
I am establishing a Task Force composed of residents of Sun City Center for the express purpose of developing a long term plan to identify the alternative ways and means of maintaining the Pebble Beach Boulevard medians after the developer departs Sun City Center following build out. I am appointing you as the Chair of this Task Force. This Task Force will report to the President of the Community Association and will be required to report your findings and results to the Sun City Center Community Association Board of Directors. This Task Force can meet at your discretion and can expect to receive administrative support from the Community Association in the form of meeting rooms and other assistance. This Task Force will be composed of Sun City Center Community Association members of your choice.

This Task Force will shape the future of Sun City Center and is critical to the future well being of the members of the Community Association. The following deliverables with due dates are expected from this Task Force:

1. Identify the alternative ways and means of maintaining the PBB medians and the funding stream – March 1, 2013
2. A phased action plan for implementing each of the identified alternatives - March 1, 2013.
3. Conduct community outreach meetings in the form of Town Hall Meetings or other such meeting techniques to inform the community of this effort and discuss the alternatives.
4. Final Report to the President and Board of Directors along with recommended courses of action – October 15, 2013.

Thank you for the efforts of yourself and the other panel members in this endeavor.

Sincerely


Edmund L. Barnes
President

ELB:cd

THE ESTABLISHMENT OF A SPECIAL DEPENDENT (TAX) DISTRICT

There is a requirement to develop standards, also known as a Statement of Work, for the level of landscaping that will be accepted (and approved) by the potential members of the district. This SOW will eventually be used to solicit bids for the work to be accomplished. Detailed consideration must be given to the amount and type of landscaping and the amount of maintenance effort required, particularly if trees, shrubbery and plants are involved. This must be accomplished "up-front" prior to solicitation of signatures on the petition because a "cap" of the annual assessment per lot is required as part of the text on the petition.

Irrigation and electrical operational and maintenance requirements have to be determined and operation and maintenance cost estimates obtained.

A legal definition of the boundaries of the Special District is required within which all property owners will be members who will be assessed annual fees. Along with this we must determine a workable "cost share formula" to include ClubLink's possible participation.

The educational and PR effort will be extensive. In addition to "out-reach" meetings open to all potential members, there is a county requirement for formal public meetings before consideration by the Board of County Commissioners. The County does post required notices of the public meetings but a wider PR effort within the community is desirable.

An organized and coordinated effort to obtain the necessary signatures on the County prepared petition to be presented the Board of County Commissioners is required. There is no time limit but a minimum of owners of 51% of the properties lying within the community (defined district) will be required to sign the petition. This will require an intensive organized effort within our community.

The County prepared petition will require the date signed by the petitioner, printed name, address and signature of the petitioner. Therefore, petitions that are grouped by street address appear to be the only workable approach. There are presently 6341 identified residential street addresses in SCC that can be grouped by more than 121 Unit Identification Codes. There are an additional 268 un-platted residential lots to be added to the total as Minto builds out. Therefore, 51% of 6609 means owners of 3371 residential lots will have to sign the petition. One petition page will be required for every ten petitioners.

As of 12/11/12, there were 4098 identified residential lots north of S.R. 674 (including Aston Gardens), 210 identified residential lots in St. Andrews, and 2033 identified residential lots lying south of S.R. 674 (including the Courtyards and Sun Towers but excluding St. Andrews). Adding the estimated 268 more residential lots to be eventually built in the Renaissance area will bring the final total south of S.R. 674 (minus St. Andrews) to around 2301, or approximately 35% of the total residential lots in Sun City Center, far less than the 51% of the lot owners that are required to establish a Special District.

There is a monetary requirement to verify the signatures of petition signers. This verification of signatures must be accomplished by a title abstractor or attorney. This cost is estimated to be about \$3,000. The funds for this effort are the responsibility of the potential members of the District. The only viable way is through individual or group donations. Someone or some group will have to solicit the donations "up front" to pay this fee.

Every Special District is required to pay an annual fee of \$175.00 to the Florida Division of Community Planning. Every Special District is required to have a registered agent and registered office.

Last, but not least, is a continuing requirement for involvement by the tax paying members of the district such as insuring a responsive Board of Trustees, attending Board meetings, reporting problems, etc.

(02/26/2013)

THE ESTABLISHMENT OF A SPECIAL DEPENDENT (TAX) DISTRICT

The State of Florida has given Hillsborough County the authority to establish such districts for the purpose of maintaining, improving, and administering common areas and rights-of-way in the district. There are presently 46 of these districts in the unincorporated area of the county that have been approved by the Board of County Commissioners. There are over 600 Special Dependent Districts in the State of Florida.

This type of district levies a non-ad valorem assessment on properties within the district. This government imposed fee is not based on the value of the property. A County ordinance establishing the district defines the categories of properties on which the assessment will be levied and defines the maximum amount of the assessment.

A seven member Board of Trustees elected from voters registered in the district administers the district's business. Trustees are elected through a nonpartisan process run by the Supervisor of Elections Office for a term of four years. There are four officers elected by the Board of Trustees. These officers serve for two years.

The Board of Trustees determines and fixes the amount to be collected as an annual assessment within the district. It enters into contracts on behalf of the district. An Annual Financial Report is required.

Please note that the Board of Trustees does not have police powers and cannot enforce or assist in the enforcement of deed restrictions.

Special Districts are separate units of local special-purpose government set up under the Uniform Special District Accountability Act of 1989. They are held to the same high standards as cities and counties. The Board of Trustees must comply with Florida's Government in the Sunshine Laws, open record laws, and all other State laws pertaining to units of local government. Trustees are required to file annual Financial Disclosures with the State of Florida's Commission on Ethics.

Each district controls its own budget and governs its own financial affairs. The Board of County Commissioners approves the district's budget after County staff reviews it for consistency with various budgetary and accounting standards.

The annual assessment is collected by the county Tax Collector's Office as a non-ad valorem assessment concurrently with the collection of county "ad valorem" taxes. As with other county property taxes, this method requires properly noticed public hearings prior to the year the annual assessment is levied.

The Tax Collector's Office deposits assessment revenues into the districts own bank account after deducting 4% in fees. None of the district funds flow through the Hillsborough County budget or financial system. The district is required to submit an audited financial statement to the County annually. Taxpayers are protected with public official bonds for those trustees with check signing authority.

A key advantage to a Special District is that the interests of the residents in the district and self-government of the district are well protected. Also important, the value of individual properties and the desirability to reside in a community is better maintained.

There is a considerable amount of effort needed to establish a special dependent district. However, these efforts can be divided into manageable defined tasks to be divided among several working groups.

EXPANSION OF SCC COMMUNITY ASSOCIATION RESPONSIBILITIESDiscussion PaperLegal advice requested.

1. At your earliest convenience you are requested to review the below to confirm that the maintenance of the landscaping on PBB can be accomplished by the CA without placing our IRS 501(c) Tax Exempt status at undue risk.
2. Assuming it can be accomplished by the CA, you are requested to draft the necessary proposed amendment to the CA Articles of Incorporation which will be presented to the CA members for their approval by referendum.
3. Subsequently, it is planned to present the necessary amendments to the CA Bylaws which require approval at a membership meeting.
4. Please identify any notification requirements, other than providing the Florida Department of State with a copy of the Amended Articles of Incorporation, that are required by the IRS.

A. Problem:

1. The costs of the enhanced landscape maintenance, irrigation and street lighting in the Pebble Beach Boulevard (PBB) right of way has been, and still is, voluntarily funded for by the developer, i.e. Minto. The specific area involved are the medians in South Pebble Beach Blvd. from the turnabout at the entrance of Renaissance north to the intersection of State Road 674, a little more than one (1) and 4/10ths of a mile, and on North Pebble Beach from the intersection of State Road 674 north to where the median ends slightly north of the United Community Church, a little more than one-half of a mile.
2. In the recently approved Sixth Amendment to the 1984 Agreement, the Community Association "acknowledges the need to develop a plan for the maintenance of PBB once Minto no longer provides maintenance on PBB", and furthermore "agrees to take such actions as it deems necessary for the C/A membership to vote on changing the C/A's Articles of Incorporation and Bylaws on or before January 1, 2015."
3. It is further stated that "If the C/A membership does not approve changes in the Articles of Incorporation and Bylaws to allow maintenance of property not owned by the C/A and an increase in dues to fund the maintenance of PBB, the C/A agrees to work with Minto to transition the maintenance of PBB to Hillsborough County." Without doubt it is clear that there is a consensus among the residents
4. To best meet the terms of the Sixth Amendment, a Task Force, composed of residents of Sun City Center (members of the CA), was established for the express purpose of developing a long term plan to identify ways and means of maintaining the Pebble Beach Boulevard medians, after the developer departs Sun City Center following build out.
5. The first job of this Task Force was to identify all the alternative ways and means of maintaining the PBB medians, regardless of practicality, and the funding stream for each. In short, after several meetings and lengthy discussions, the only means of legally, financially, and practically accomplishing the enhanced landscape maintenance, irrigation and street lighting of PBB medians is by the use of the existing Corporate structure and management resources of the Community Association, or by the establishment of a Special (Tax) District within Hillsborough County.

EXPANSION OF SCC COMMUNITY ASSOCIATION RESPONSIBILITIESDiscussion Paper

6. Again, without going into detail, it is clear to the Task Force that the costs of accomplishing the maintenance requirement will be less, by 3 to 4 % annually. and the budgetary and management requirements will be minimized, by using existing CA resources. A major challenge to this expansion of CA responsibilities will be the required membership approval of an appropriate amendment to the CA's Articles of Incorporation and Bylaws.

B. Present Community Association (CA) Responsibilities: Reference is made to the Restated Articles of Incorporation. Pertinent extracts are:

ARTICLE II:

a) The general nature, objects and purposes for which this corporation is exclusively organized and operated are charitable, scientific or educational. This corporation is to serve the residents of the retirement community located in Hillsborough County, Florida, known as Sun City Center, by providing relief for the elderly, providing assistance and essential services to tax-exempt entities, and operating in lieu of a municipal government by supplementing, but not duplicating, many costs of government, for the benefit of the residents, by maximum use of volunteer, uncompensated services from the residents.

In furtherance of these purposes, Sun City Center Community Association, Inc. shall manage recreational facilities owned for the benefit of all residents, shall enforce that private zoning known as "restrictive covenants running with the land" on behalf of the residents and for the benefit of the community as a whole (as opposed to private interests), and shall represent the retirement community known as Sun City Center before all organizations and persons.

This corporation shall receive and maintain funds of real and/or personal property, and subject to the restrictions and limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income therefrom and the principle thereof exclusively for its charitable, scientific or educational purposes.

c) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations issued thereunder.

ARTICLE III:

This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617 Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the charitable, scientific and educational purposes for which the corporation is organized, subject, however, to the following:

a) This corporation shall be operated exclusively for, and shall only have the power to perform activities exclusively within the meaning, requirements and effect of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended heretofore or hereafter.

EXPANSION OF SCC COMMUNITY ASSOCIATION RESPONSIBILITIESDiscussion Paper

ARTICLE XII:

All other amendments of these Articles shall require approval of twenty-five percent (25%) of all members in good standing, provided that such twenty-five percent (25%) is a majority of those voting in a referendum. This approval may be obtained only by referendum.

C. Comments concerning paragraph B:

1. The general nature, objects and purposes for which the CA is exclusively organized and operated are charitable, not scientific or educational.

2. Specifically, an object and purpose of CA operations is to provide relief for the elderly who reside in the defined retirement community known as Sun City Center.

3. To help meet this object and purpose, the CA operates in lieu of a municipal government by supplementing, but not duplicating, many costs of government, for the benefit of the residents, by maximum use of volunteer, uncompensated services from the residents.

4. The ability to absorb the maintenance of the PBB medians, owned by the county, do not mesh into any of the three stated *raison d'être* of the CA.

5. The CA has qualified as an IRS 501(c)(3) Tax Exempt Organization. Therefore, any amendment to the CA Articles of Incorporation cannot conflict with those respective IRS guidelines.

D. Suggested approach to "folding" the PBB median maintenance into the current IRS approval.

1. It is believed that the only way to resolve this issue is to demonstrate that the maintenance of the PBB medians is directly related to the "charitable" object and purpose of the CA.

2. A review of miscellaneous IRS communications and documents referring to the needs of the elderly indicates that it has been accepted by the IRS that that, as a class, the aged are highly susceptible to forms of distress in the sense that they have special needs because of their advanced years. Such needs include suitable housing, physical and mental care, civic, cultural, and recreational activities, in an overall environment conducive to dignity and independence, all specially designed to meet the needs of the aged.

3. In short, the basis for the CA in obtaining the original approval as an IRS 501(c)(3) Tax Exempt Organization is that the CA operates for, and services, this IRS identifiable class of people called "elderly". The services and benefits provided were spelled out, not only in the CA's original application for this tax exempt status, but reaffirmed in the CA's appeal to the IRS National Office in 2000.

4. In review of the IRS definition of "charitable" such explanatory terms, among others, are: relief of the distressed, lessening of the burdens of Government, combating community deterioration, and lessening of neighborhood tensions. This leads one to believe that the services that could be provided by the CA, under the term "relief to the elderly", are not necessarily limited geographically to the recreational facilities owned by the CA.

EXPANSION OF SCC COMMUNITY ASSOCIATION RESPONSIBILITIESDiscussion Paper

5. As concerns housing, the defined retirement community of Sun City Center includes all types of housing suitable for the elderly including single homes, townhouses, condominiums, independent living, and assisted living facilities, all of which have residents who are members of the CA and use the CA facilities. All these facilities are covered under the HUD rules for "Housing for Older Persons".

6. To provide the physical and mental needs, and civic, cultural, and recreational activities, the CA owns, manages and operates two main campuses, one located on North Pebble Beach Blvd. and the other on South Pebble Beach Blvd. These campuses are designed for easy and safe access/egress, designed parking areas for cars and golf carts, with designated handicapped parking places for each, brightly painted "safety hazards", well lit for pedestrians at night, and aesthetically pleasing to the CA members as well as to their visitors.

7. Pebble Beach Blvd. is the major north – south road way in Sun City Center. All others stop/begin on S. R. 674. The medians on PBB are aesthetically well maintained by the developer and are sufficiently lit at night for cars and pedestrians. (Note: golf carts are not allowed on county roads, i.e. PBB at night). The main entrances and exits to both campuses are on PBB. When a majority of residents travel to and from their homes to S.R. 674, they travel on PBB. Specifically, over one-third of the residents (CA members) must travel on South Pebble Beach Blvd. to exit on S.R. 674. The other two-thirds of residents, again CA members must travel on South Pebble Beach to gain access to the CA campus located there. Generally speaking, the majority of CA members must travel on North Pebble Beach Blvd. to gain access to the CA campus located there. This explanation is provided to show how important travel on PBB is to our members.

8. It is now apparent, from conversations with the County, that if the maintenance of the medians is turned back to the county, the following will occur:

- All enhanced landscaping other than trees and basic ground cover must be removed.
- There will be no future irrigation of the median.
- Street lights located on the medians, now paid for by the developer, will be turned off.
- There will be no fertilization provided.
- Weeding and edging will be minimal, if at all.
- There will be no trimming of palm trees.
- There will be limited removal of dead vegetation and trash.
- Taller grass will provide cover for snakes, small animals and varmints.
- There will be limited, if any, spraying for other vermin and pests.

9. In addition, and related to the mental health of our residents, is the impact such a turn-over will cause on the value of homes in Sun City Center. Many of our homeowners look to their homes as a possible source of future revenue or maintaining their estates to their heirs.

E. Conclusions:

1. Without doubt, the turnover of landscape maintenance of the PBB medians to the county will cause increased distress on CA members using PBB to access the CA campuses and, in many cases, to access S.R. 674 from their homes, and will eventually effect the life style and property values of all residents in Sun City Center.

2. Of the two viable options for the continuation of the enhanced landscaping, the option of accomplishing it through the existing resources of the CA is the most promising.

EXPANSION OF SCC COMMUNITY ASSOCIATION RESPONSIBILITIES

Discussion Paper

a. The establishment of a Special District requires a petition with the signatures of at least 51% of lot owners within the defined district before the Board of County Commissioners will even consider it. An amendment to the CA Articles of Incorporation requires approval of only twenty-five percent (25%) of all members. It is believed this is achievable.

b. The budgetary, billing and enforcement processes can be absorbed in the present CA organization with few additional costs. The county charges fees totally 4% of the approved budget upfront.

c. Management of the median landscaping, contracting and contract administration requirements, can be accomplished by the CA Board of Directors and the CA Community manager. A Special District would require a separate Board of Trustees, an additional community organization to be manned by volunteers, i.e. CA members, and most likely, a separate paid manager, an unnecessary expense to our members

Sincerely.

Ed Barnes
President, SCC CA

Memorandum

TO: Mitch Horowitz
FROM: Micah Fogarty
DATE: December 5, 2012
RE: Sun City Center Community Association
Matter No. 104-2069

Facts

Sun City Center Community Association (the "CA") is a §501(c)(3) organization with stated charitable purposes of: (1) serving the residents of the retirement community located in Sun City Center by providing relief for the elderly; (2) providing assistance and essential services to tax-exempt entities; and (3) operating in lieu of a municipal government by supplementing, but not duplicating, many costs of government, for the benefit of the residents, by maximum use of volunteer, uncompensated services from the residents. In furtherance of these charitable purposes, CA manages recreational facilities owned for the benefit of all residents.

Currently, the developer, Minto, voluntarily pays for the costs of maintaining enhanced landscaping along the median of a major boulevard that runs through the community. CA anticipates that Minto will no longer provide these landscaping services in the near future. The members of the CA, elderly residents, enjoy the scenery of the enhanced landscaping along the median.

The CA performed due diligence to determine various alternatives to maintaining the landscaping, including having Hillsborough County maintain the median. The CA understands that Hillsborough County will not perform any enhanced landscaping. The enhanced landscaping is an important feature of the community and contributes to the quality of life of the elderly members of the CA.

The CA proposes to pay for the costs of the enhanced landscaping itself, so long as such a function is consistent with the exempt purposes outlined above.

Legal Analysis

The CA's payment of the landscaping costs of the medians likely is consistent with both the exempt purposes of serving the residents of the retirement community and of lessening the burden of the government.

Relief of Elderly. IRS generally recognizes that the elderly, apart from considerations of financial distress, have special needs the satisfaction of which can be a charitable activity. For example, it is recognized in the Congressional declaration of objectives, Older Americans Act of 1965, that such needs include suitable housing, physical and mental health care, civic, cultural, and recreational activities, and an overall environment conducive to dignity and independence, all specially designed to meet the needs of the aged. *Rev. Rul. 75-198*. Landscaping along the roads by which the majority of the residents of the retirement community pass addresses the special needs of the elderly residing in the community and likely contributes to the general, mental well-being of the residents.

Lessening Government Burdens. Historically, the IRS has relied on two requirements for any activity to further the charitable purpose of relieving government burdens: (1) the government must have acknowledged the activity as its responsibility and (2) the activity must, in fact, relieve the burdens government has acknowledged. An activity is a burden of the government if there is an objective manifestation by the governmental unit that it considers the activities of the organization to be its burden. Whether the organization is actually lessening the burdens of government is determined by considering all of the relevant facts and circumstances. *See, e.g., Rev. Rul. 85-2, 1985-1 CB 178; Rev. Rul. 85-1, 1985-1 CB 177.*

We understand that Hillsborough County is generally responsible for maintaining the public roads in the County, including maintaining the medians along the roads. The medians at issue are in Hillsborough County and, thus, absent the maintenance of the medians by the CA or a third party, we understand that Hillsborough County would be legally required to maintain the medians. If the CA pays for the maintenance of medians, Hillsborough County would be relieved of its burden of maintaining these public medians. Thus, we believe that the CA's payment of the expenses for the enhanced landscaping of the medians lessens the burdens of Hillsborough County and is in furtherance of an exempt purpose of the CA.

Effectuating the Proposal. Because the CA's maintenance of the medians is consistent with its exempt purposes, such an action should not constitute a material change in purpose or operation and, thus, should not require an amendment to the Articles of Incorporation or to the Bylaws of the CA. The CA may take the position that the Board of Directors is taking action in furtherance of the exempt purposes of the CA, as outlined in the Articles of Incorporation and the Bylaws.

Article X of the Articles of Incorporation of the CA provides that "[t]he Directors shall not enter into any contract that commits the corporation to expend or use corporate funds or assets in an amount greater than fifteen percent (15%) of the then operating budget without the approval of the members in a referendum." If the projected cost of the enhanced landscaping exceeds 15% of the operating budget of the CA, the Directors need to obtain approval from the members of the CA. If the projected costs do not exceed this 15% threshold, the Directors do not need to obtain approval from the members of the CA.

Assuming the projected cost of the landscaping does not exceed the 15% threshold described in Article X of the Articles, the Directors of the CA should document the due diligence performed in concluding that the CA should pay for the landscaping, and should prepare and execute a resolution to that effect.

Sun City Center Community Association, Inc.
December 5, 2012

Since the CA is not changing its purpose or operation, we do not believe that anything needs to be reported to the IRS, other than the information required to be included on Form 990.

ESTIMATED FUTURE COSTS
PBB MEDIAN MAINTENANCE
(Revised 03/04/2013)

<u>YEAR</u>	<u>ANNUAL COST</u>	<u>CA PAYING MEMBERSHIP</u>	<u>EST \$ PER MBR PER YR</u>	<u>EST \$ PER MBR PER MO</u>	<u>% MBR SHARE</u>	<u>EST MBR COST/YR</u>	<u>EST MBR COST/MO</u>	<u>NEW HOME SALES</u>
2013	\$105,360	10,800			0	0	0	55
2014	\$105,360	10,900			0	0	0	55
2015	\$105,360	11,000	\$9.58	\$0.80	33	\$3.16	\$0.26	55
2016	\$105,360	11,100	\$9.49	\$0.79	67	\$6.36	\$0.53	55
2017	\$105,360	11,200	\$9.41	\$0.78	100	\$9.41	\$0.78	55

(02/10/2013)

PBTF STRATEGY FOR INFORMING RESIDENTS OF SCC

Wednesday March 20th – Media Presentation at Membership Meeting

April edition of The News of Sun City Center
Full initial article

Possible subsequent editions of The News of Sun City Center

Shorter articles focused on specific aspects

- a. First impressions on visitors and potential residents
- b. Home values
- c. Health, safety and life style
- d. Deteriorating neighborhoods
- e. Minimize future costs
- f. Information focused on residents north of S.R. 674
- h. Information focused on residents in St. Andrews
- i. Aspects on removal of landscaping if county takes over

April – Town Hall meetings

- a. Tuesday April 16th, 2:00 p.m. Community Hall
- b. Wednesday April 24th, 7:00 p.m. Caper Room

May – Monday May 13th, 9:00 a.m. Coffee and Conversation Florida Room

June – Monday Jun. 10th, 9:00 a.m. Coffee and Conversation Florida Room

October 23rd – Updated Media Presentation at Membership Meeting

November edition of The News of Sun City Center
Full updated article

November – Town Hall meetings

- a. Tuesday November 12th, 3:00 p.m. Community Hall
- b. Wednesday November 20th, 7:00 p.m. Community Hall

As requested:

Presentation(s) to CO-AP & HOAs

Presentation to organizations, clubs, etc

December 3rd and 4th – Ballot vote by membership:

- a. Agreeing to the CA assuming the responsibility, and
- b. Agreeing with the proposed implementation schedule and estimated costs.

Known future meeting dates of importance to the PBTF

Tuesday Mar. 5th, 2:00 – 4:00 p.m., Room 4 in Community Hall, PBTF meeting
Tuesday Mar. 12th, 2:00 – 4:00 p.m., Room 4 in Community Hall, PBTF meeting
Wednesday Mar. 13th – 9:00 a.m., Rollins Theater, CA Board meeting
Tuesday Mar. 19th, 2:00 – 4:00 p.m., Room 4 in Community Hall, PBTF meeting
Wednesday Mar. 20th, 7:00 p.m., Community Hall, CA membership meeting (PBTF)
Tuesday Apr. 16th, 2:00 – 4:00 p.m., Community Hall, Town Hall meeting (PBTF)
Wednesday Apr. 24th, 7:00 – 9:00 p.m., Caper Room, Town Hall meeting (PBTF)
Monday May 13th, 9:00 – 11:00 a.m., Florida Room, Coffee and Conversation, (PBTF)
Monday Jun. 10th, 9:00 – 11:00 a.m., Florida Room, Coffee and Conversation (PBTF)
Wednesday Oct. 23rd, 7:00 p.m., Community Hall, CA membership meeting (PBTF)
Tuesday Nov. 12th, 3:00 – 4:30 p.m., Community Hall, Town Hall meeting (PBTF)
Wednesday Nov. 20th, 7:00 – 9:00 p.m., Community Hall, Town Hall meeting (PBTF)
Wednesday Dec. 11th, 9:00 a.m., Rollins Theater, CA Board meeting

PROPOSED CA POLICY CHANGES

Additions are noted in bold type and deletions by a strike through.

Policy V. CLUBS & ORGANIZATIONS

5.01 C. CRITERIA FOR MEMBERSHIP

- 3.a Waivers will be considered upon request to the CLB, by a Club **president** for a non-member who can provide “value added” such as a **special skill, service, benefit, or needed experience** to the Club. Waivers are granted for the calendar year in for which they are applied for and may be renewed upon request of the Club president. ~~Waivers are given on a space available basis.~~
- e. **Persons granted a waiver will be charged an annual users fee, payable to the Community Association, of \$25.00 for each waiver granted.**

ELECTIONS COMMITTEE		
Name		
Chairperson*		
Tommy Wardlow		
Vice Chairperson*		
Barbara Gingrich		
Judges		
Courter, Paul		
Luckett, Dawn		
Ray O'Karma		
Pliska, Maggie		
Walker, Barbara		
Tellers		
Bancroft, Rachel	Fischer, James	Pfeil, Barbara
Barringer, Beverly	Fischer, Jane	Powders, Erlinda
Barringer, Robert	Flora, Carolyn	Pyle, Judith
Benken, James	Folley, Eleanor	Rein, Barbara
Benken, JoEllen	Folley, William	Rollins, Betty
Bennis, Pat	Gingrich, Richard	Rollins, Kyle
Biddle, Barbara	Gruber, Priscilla	Rowland, Mary
Birkett, Dave	Hall, Harriet	Schultz, Dick
Birkett, Nancy	Heller, Mary Jane	Schultz, Mary
Bittman, Jim	Johnson, Constance	Spitz, Janice
Bittman, Kathy	King, Adele	Stanhope, Karen
Borchert, Sheila	Knapp, Lynn	Swift, Raymond
Bouverat, Gail	Knippenburg, Harold	Tovey, Lou
Bouverat, Ron	Knippenburg, Terry	Tovey, Mary Jane
Bradford, Connie	Kuhn, Uta	Vaughan, Elaine
Brown, Marie	Lander, Jan	Watson, Carol
Carroll, Doug	Lindner, Dorothy	Watson, Lyle
Carroll, Patty	Linn, Judith	Webster, Rose
Cohen, Tina	Linn, Victor	Weisner, Alice
Courter, Eileen	Mac Ferran, Linda	Werle, Barbara
Cruthis, Roselyn	Marshall, Anne	Werle, Gerard
Cullen, Michael	McNeil, Pat	Wheat, Jean
Ditchett, Imogene	Meadows, Liz	Zahrobsky, Henrietta
Edison, Terry	Moquin, Mary	Zahrobsky, Frank
Elarth, Vernon	O'Karma, Donna	
Fallon, Fran	Olbina, Marian	
Fallon Sr., Thomas	Oschman, Carol	
Farrell, Evelyn	Persinger, Myrna	
* The Chairperson and Vice Chairperson are also Judges.		

**RESOLUTION****SUN CITY CENTER COMMUNITY ASSOCIATION, INC.**

RESOLVED, the Board of Directors passed this resolution at their meeting on March 13, 2013 to authorize Neil Rothfeld, Treasurer, to sell all shares of MetLife Stock (31.00000 in total) belonging to the Sun City Center Community Association.

I, David Floyd, Corporate Secretary, do hereby certify that I am the duly elected and appointed Secretary and the keeper of the records and the corporate seal of the Sun City Center Community Association, Inc. a corporation organized and existing under the laws of the State of Florida and that the above is a true and correct statement.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said corporation to be hereunto affixed, this 13th day of March, 2013.

David Floyd
Corporate Secretary



RESOLUTION OF THE BOARD OF DIRECTORS

HILLSBOROUGH COUNTY EMPLOYEES

Whereas, the Hillsborough County Employees provide invaluable services to our Sun City Center residents, and

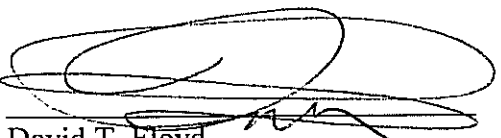
Whereas, the Hillsborough County Employees support the Sun City Center Community Association by providing timely responses to the Community Association's requests, and

Whereas, the Hillsborough County Employees, through their commitment and actions contribute to the safety and well-being of our residents,

NOW, THEREFORE, the Sun City Center Community Association Board of Directors and the 11,000 members we represent, approve this resolution thanking the Hillsborough County Employees for their dedication, service, and support of our community.

I, David T. Floyd, Corporate Secretary, do hereby certify that I am the duly elected and appointed Secretary and the keeper of the records and the corporate seal of the Sun City Center Community Association, Inc. a corporation organized and existing under the laws of the State of Florida and that the above is a true and correct copy of a resolution duly adopted by the Board of Directors at a duly called meeting on March 13, 2013 and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said corporation to be hereunto affixed, this 13th day of March, 2013.



David T. Floyd
Corporate Secretary

POLICY CHANGE – SECTION VI - FITNESS CENTER

Additions are in bold-deletions are struck through

6.04 Fitness Center

All CA members must display their CA membership card when accessing and using the Fitness Center **and show their CA membership card to the Attendant, if requested.** All Guests must sign in and show their Guest Card to the Attendant **before using the Fitness Center** and wear the Guest Card when using the Fitness Center.