



Town of Cutler Bay

Town Hall
10720 Caribbean Blvd
Cutler Bay, FL 33189

Meeting Minutes Town Council

MAYOR AND COUNCIL MEMBERS

Mayor Tim Meerbott

Vice Mayor Sue Ellen Loyzelle

Council Member Robert "BJ" Duncan

Council Member Michael P. Callahan

Council Member Roger Coriat

CHARTER OFFICIALS

Town Attorney Mitchell Bierman

Town Attorney Chad Friedman

Town Manager Rafael G. Casals, ICMA-CM, CFM

Town Clerk Debra E. Eastman, MMC

Thursday, September 24, 2020

5:00 PM

Council Chambers

Special Town Council Meeting - Revised 09-22-2020

1. CALL TO ORDER, ROLL CALL, PLEDGE OF ALLEGIANCE, & MOMENT OF SILENCE

Mayor Meerbott called the virtual Special Call Town Council meeting to order at 5:01 p.m. Town Clerk Debra Eastman called the roll and read the instructions for participation.

Present: 5 - Mayor Tim Meerbott, Vice Mayor Sue Ellen Loyzelle, Council Member Robert "BJ" Duncan, Council Member Michael P. Callahan and Council Member Roger Coriat

2. PUBLIC COMMENTS

Mayor Meerbott opened public comments. Town Clerk Debra Eastman read the instructions for participation in public comments. There being no one wishing to speak Mayor Meerbott closed public comments.

3. TOWN COUNCIL ANNOUNCEMENTS, BOARD & COMMITTEE REPORTS

There were no announcements.

4. REPORTS

A. TOWN MANAGER'S REPORT

Town Manager Ralph Casals announced canoe kayak floating dock has been installed, he has secured grant of \$20,000 from the National Fish and Wildlife Foundation for restoration of the 8.45 acre property. The Manager announced that there will be a golf tournament at Redland Golf and Country Club and will consist of less than 50 participants and that he is preparing a public nuisance abatement ordinance to provide additional fines for when traditional code measures are not effective.

B. TOWN ATTORNEY'S REPORT

There was no Town Attorney report.

C. TOWN CLERK'S REPORT

There was no Town Clerk report.

5. CONSENT AGENDA

There was no Consent Agenda.

6. QUASI-JUDICIAL HEARINGS (PUBLIC HEARING REQUIRED)

There were no Quasi-Judicial items.

7. PUBLIC COMMENTS

Mayor Meerbott opened public comments. There being no one wishing to speak he closed public comments.

8. ORDINANCES FOR FIRST READING (NO PUBLIC HEARING REQUIRED)

There were no ordinances.

9. ORDINANCES FOR FIRST READING (PUBLIC HEARING REQUIRED)

There were no ordinances.

10. ORDINANCES FOR SECOND READING (PUBLIC HEARING REQUIRED)

There were no ordinances.

11. RESOLUTIONS

- A.** A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF CUTLER BAY, FLORIDA AUTHORIZING THE ISSUANCE OF NOT EXCEEDING \$15,250,000 IN AGGREGATE PRINCIPAL AMOUNT OF TOWN OF CUTLER BAY, FLORIDA CAPITAL IMPROVEMENTS REVENUE BONDS, SERIES 2020, FOR THE PURPOSE OF FINANCING THE COSTS OF IMPROVEMENTS TO FRANJO PARK, ACQUIRING VACANT LAND FOR PRESERVATION, CONSERVATION AND RESILIENCY PURPOSES, AND REIMBURSING THE TOWN FOR THE ACQUISITION OF VACANT LAND FOR THE SITE OF A NEW CIVIC CENTER AND PUBLIC PARK, AND PAYING COSTS OF ISSUANCE OF THE BONDS; COVENANTING TO BUDGET AND APPROPRIATE CERTAIN LEGALLY AVAILABLE NON-AD VALOREM REVENUES OF THE TOWN TO PAY DEBT SERVICE ON THE BONDS; PROVIDING CERTAIN DETAILS OF THE BONDS; PROVIDING FOR THE RIGHTS OF THE HOLDERS OF THE BONDS; MAKING CERTAIN OTHER COVENANTS AND AGREEMENTS IN CONNECTION WITH THE BONDS; AUTHORIZING THE NEGOTIATED SALE OF THE BONDS TO THE UNDERWRITER AND WAIVING COMPETITIVE BIDDING; APPROVING THE FORM AND EXECUTION OF A BOND PURCHASE AGREEMENT; DELEGATING CERTAIN AUTHORITY TO THE TOWN MANAGER FOR THE APPROVAL OF THE TERMS AND DETAILS OF SAID BONDS; APPOINTING THE PAYING AGENT AND REGISTRAR FOR SAID BONDS; APPROVING THE FORM OF AND AUTHORIZING THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT AND THE EXECUTION AND DELIVERY OF AN OFFICIAL STATEMENT WITH RESPECT TO SUCH BONDS; AUTHORIZING OBTAINING A BOND INSURANCE POLICY AND ANY NECESSARY COVENANTS WITH RESPECT THERETO; AUTHORIZING THE EXECUTION AND DELIVERY OF A DISCLOSURE DISSEMINATION AGENT AGREEMENT WITH DIGITAL ASSURANCE CERTIFICATION, L.L.C; AUTHORIZING A BOOK-ENTRY REGISTRATION SYSTEM FOR THE BONDS; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

Town Clerk Debra Eastman read the title of the resolution. Town Manager Ralph Casals introduced two attorneys from the Town's law firm, Jeff DeCarlo and Lori Smith-Lalla and also Finance Director Robert Daddario and Financial Advisor Lourdes Abadin. Mr. DeCarlo explained the reasons behind naming of an underwriter without the bid process, appointing a payee agent and other details of the bond process. Mr. DeCarlo offered an amendment to Section 9.02 for clarity that would exclude the fee for the underwriter's counsel. Mr. DeCarlo advised that bond would normally require majority vote, but waiver of competitive bidding will require 4 votes to adopt the resolution. After discussion, a motion was made by Council Member Coriat, seconded by Council Member Duncan, that this Resolution be adopted as amended. The motion carried by the following vote:

Yes: 5 - Mayor Tim Meerbott, Vice Mayor Sue Ellen Loyzelle, Council Member Robert Duncan, Council Member Michael Callahan and Council Member Roger Coriat

- B.** A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF CUTLER BAY, FLORIDA AUTHORIZING THE ISSUANCE OF NOT EXCEEDING \$3,100,000 TAXABLE CAPITAL IMPROVEMENTS REVENUE NOTE OF THE TOWN OF CUTLER BAY, FLORIDA FOR THE PURPOSE OF FINANCING A PORTION OF THE COST OF PROPERTY PURCHASED FROM GCF INVESTMENTS, INC, AND PAYING COSTS OF ISSUANCE OF THE NOTE; APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT WITH TRUIST BANK; AWARDED THE NOTE TO TRUIST BANK; PROVIDING FOR SECURITY FOR THE NOTE; PROVIDING CERTAIN OTHER MATTERS IN CONNECTION WITH THE ISSUANCE OF THE NOTE; REPEALING ALL RESOLUTIONS OR PARTS OF RESOLUTIONS IN CONFLICT HERewith; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

Town Clerk Debra Eastman read the title of the resolution. Town Manager Ralph Casals introduced Jeff DeCarlo. Mr. DeCarlo advised that the purpose of the resolution is to finance a portion of the land swap for the town hall property, as part of that pay-off the 3 million dollars roughly that is still remaining outstanding from the bonds that were issued to finance the original town hall property and building. This action stretches out the term of that original bond so that the debt service each year is going to be less of a hit on the town yearly. The Resolution waives competitive bidding once again and awards bonds to Truist Bank. Once again, because we are waving competitive bidding four votes will be required for adoption of the resolution. A motion was made by Council Member Coriat, seconded by Vice Mayor Loyzelle that this Resolution be adopted. The motion carried by the following vote:

Yes: 5 - Mayor Tim Meerbott, Vice Mayor Sue Ellen Loyzelle, Council Member Robert Duncan, Council Member Michael Callahan and Council Member Roger Coriat

12. ADJOURNMENT

There being no further business to come before the Town Council, the meeting adjourned at 5:36 p.m.