

**MINUTES OF THE
CAPITAL TRUST AUTHORITY, INC.**

The 32nd meeting of the Capital Trust Authority, Inc., Gulf Breeze, Florida, was held at 315 Fairpoint Dr, Gulf Breeze, Florida and on Thursday, February 20th, 2025 at 9:00 a.m.

The following Board Members were present: Chris Kemp (Chairman), Deborah Roche (Assistant Secretary), Burt Snooks (Board Member), Bobby Potomski (Board Member), Cherry Fitch (Board Member), and Mayor JB Schluter (Board Member). Also attending were Denis McKinnon (Executive Director), Connie Beargie (Office Administrator) and Samantha Abell (City Manager). Attending via teleconference was Kareem Spratling (BMO Bond Counsel), Jason Breth (BMO Bond Counsel) and special guests Cindy Larry (Goodwill COO Goodwill Gulf Coast) and Frank Harkins (President and CEO Goodwill Gulf Coast).

AGENDA ITEM:

Capital Trust Authority Minutes from January 31, 2025

DISCUSSION:

No discussion.

MOTION/ACTION:

Mayor JB Schluter made a motion to approve the minutes as presented. Deborah Roche seconded. Vote for approval was 6-0.

AGENDA ITEM:

Award Resolution 04-25 – The Waters at North Port

DISCUSSION:

The Waters at North Port is a proposed 288-unit multi-family housing project located in North Port, Florida. The project is owned and operated by Atlantic Housing Foundation (AHF). CTA has worked successfully with AHF in the past.

Kareem Spratling stated there was no push back from the host jurisdiction during the TEFRA hearing. Denis McKinnon stated both the local authorities and the community are supportive of this project.

Kareem introduced Jason Breth from BMO who is an expert in housing transactions.

Denis McKinnon stated the income restrictions on individual units is broken out in the presentation provided by Piper Sandler.

MOTION/ACTION:

Bobby Potomski made a motion to approve Resolution 04-25 as presented. Mayor JB Schluter seconded. Vote for approval was 6-0.

AGENDA ITEM:

Inducement Resolution 05-25 – Goodwill of Gulf Breeze

DISCUSSION:

Goodwill Industries of the Gulf Coast is seeking financing for a new retail, drop off and opportunity store to be located in Gulf Breeze, Florida. Goodwill currently owns and operates 10 retail and donation centers, 6 opportunity centers and 2 outlets in Alabama and Florida. This financing would include the construction of a 20,146 square foot building including classrooms, offices, a donation drop off and retail store.

Denis McKinnon introduced Cindy Larry (Goodwill COO) and Frank Harkins (Goodwill President & CEO). Frank Harkins stated Goodwill has been operating retail and community centers in Alabama and Florida for over 69 years. The strategic plan is to expand the Florida territory. Cindy Larry added that currently there are two opportunity centers in the Florida market: one on Olive Road and one in Ft. Walton Beach; adding a Gulf Breeze center is ideal.

Mayor JB Schluter asked about the square footage of the proposed facility. Cindy Larry replied that the store front is approximately 12,000 square feet with about 250 square feet designated for classrooms, the rest is warehouse and donation receiving areas.

Mayor JB Schluter asked where the proceeds of sales go to for all the donations received. Frank Harkins stated payroll and mission services make up about 90% of the expenses and 10% is attributable to overhead expenses.

Cherry Fitch asked about the drop in the United Way contributions. Cindy Larry replied the United Way contributions are not guaranteed and they did not receive a donation for Pensacola or Ft. Walton Beach the year before.

Bobby Potomski asked about the concentration of board members from the Mobile, AL region. Frank Harkins replied they are actively searching for more participation from the panhandle. Currently there are two Florida board members.

MOTION/ACTION:

Deborah Roche made a motion to approve Resolution 05-25 as presented. Cherry Fitch seconded. Vote for approval was 5-0.

AGENDA ITEM:

Inducement Resolution 06-25 – The Learning Center

DISCUSSION:

The Learning Center is an existing public charter school serving autistic students, ages 3-22. The school opened in 1999 and is located in Royal Palm Beach, Florida.

Cherry Fitch asked for clarification of a public school and a charter school. Denis McKinnon replied that all charter schools are public schools and typically are 501(c)3 non-profit entities. They receive their charters from the school district or local university/college; they use books approved by the Florida Department of Education and must take the same statewide exam as other public schools. A charter school is allowed to create their own curriculum or style of teaching. In addition, charter schools do not charge tuition; only private schools charge tuition.

Chris Kemp asked about the five board members who received \$80,000 each. Denis stated that is not a salary, but will follow up with more details on what those funds are for. Kareem Spratling stated it is highly unusual for a 501c3 to pay board members a salary of any kind and this must represent something else.

MOTION/ACTION:

Mayor JB Schluter made a motion to approve Resolution 06-25 as presented. Deborah Roche seconded. Vote for approval was 6-0.

AGENDA ITEM:

Inducement Resolution 07-25 – Foothill Elliot Baymeadows

DISCUSSION:

The Elliot Baymeadows is 352-unit affordable housing project in Jacksonville, Florida. The apartment complex is comprised of 26 buildings with 1 and 2 bedroom units. The purpose of the bonds is to purchase the complex, renovate the units and provide workforce housing. The borrower is a 501c3 not for profit entity.

Chris Kemp asked for more information about the credit enhancement from Freddie Mac. Denis McKinnon stated he will provide more details.

Bobby Potomski asked for more information regarding the affordable breakout of the units. Denis McKinnon stated the project must adhere to HUD Area Median Income (AMI) guidelines to qualify for workforce housing and will provide these numbers to the board as soon as they are available.

MOTION/ACTION:

Mayor JB Schluter made a motion to approve Resolution 07-25 as presented. Bobby Potomski seconded. Vote for approval was 6-0.

AGENDA ITEM:

Award Resolution 08-25 – Madrone Community Development - Florida Tech Student Housing Project

DISCUSSION:

The Florida Tech Student Housing project, located on the campus of the Florida Institute of Technology in Melbourne, Florida will consist of approximately 560 single occupancy, apartment style units. Madrone Community Development will own and operate the facility, while the school retains ownership of the land.

MOTION/ACTION:

Deborah Roche made a motion to approve Resolution 08-25 as presented. Mayor JB Schluter seconded. Vote for approval was 6-0.

AGENDA ITEM:

Pipeline Report

DISCUSSION:

Denis McKinnon gave an overview of the pipeline report.

MOTION/ACTION:

No Motion Required.

No other formal business of the board was taken and the meeting adjourned at approximately 10:00am.

Minutes submitted by: CBeargie Connie Beargie, Office Administrator

Approved by: Ch Kemp Chris Kemp, Chairman

