

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

The 23rd meeting of the Capital Trust Authority, Inc., Gulf Breeze, Florida, was held at 315 Fairpoint Dr, Gulf Breeze, Florida and on Thursday, May 30, 2024 at 9:00 a.m.

The following Board Members were present: Chris Kemp (Chairman), Gary Michaels (Vice-Chairman), Bob Cleveland (Secretary), Deborah Roche (Asst. Secretary), Harry Wilder (Board Member), Christy Larkins (Board Member), Burt Snooks (Board Member), and Mayor Cherry Fitch (Board Member). Also attending was Denis McKinnon (Executive Director) and Connie Beargie (Office Administrator). Attending via teleconference was Kareem Spratling (BMO Bond Counsel), and Brooke Gonzalez (BMO Bond Counsel). Special guests were Chad Stutzman, Rich Scanlan and Joel Anderson (Lifestar Living), and Richard Moreno (Building Hope).

**AGENDA ITEM:**

Capital Trust Authority Minutes from 5/9/2024

**DISCUSSION:**

No discussion.

**MOTION/ACTION:**

**Harry Wilder made a motion to approve the minutes as presented. Christy Larkins seconded. Vote for approval was 8-0.**

**AGENDA ITEM:**

Award Resolution 18-24 – Convivial St. Petersburg

**DISCUSSION:**

Convivial St. Petersburg is a Florida not-for-profit specializing in geriatric care. The propose of the bonds is to refinance the bond anticipation notes (BAN's) and purchase land and construct a continuing care retirement community consisting of two 9-story residential buildings with approximately 170 independent living units and 48 assisted living/memory care units.

Chris Kemp asked about current fluctuations in the assisting living industry. Chad Stutzman, underwriter for the borrower, stated that the next 5-7 years will see growth in the industry due to a lack of facilities and the continuing growth of older communities in the area.

Burt Snooks asked about the potential buyers of the bonds. Rich Scanlan (Ziegler) responded that the lead investors of the BANS will most likely return 2 years later to purchase the proposed 2026 bonds.

Christy Larkins asked if the non-rated bonds are ok. Denis McKinnon replied that non-rated bonds are typical for this type of financing and our usual language will be in the documents requiring qualified institutional buyers and accredited investors in 100,000 denominations.

Harry Wilder asked for additional information on the registration or entrance fees. Joel Anderson stated the contract plans are 50% or 80% refundable and include discounts for health care and skilled nursing benefits. Rich Scanlan mentioned other projects do not include skilled nursing in the 1<sup>st</sup> phase of their developments.

Harry Wilder mentioned the Webster definition of Convivial is related to companionship and the pleasures of feasting and drinking.

**MOTION/ACTION:**

**Mayor Cherry Fitch made a motion to approve Resolution 18-24 as presented. Christy Larkins seconded. Vote for approval was 8-0.**

**AGENDA ITEM:**

Award Resolution 19-24 – Central Florida Prep

**DISCUSSION:**

Central Florida Preparatory School is an existing private school located in Apopka, Florida. The private, independent college preparatory school serves students in grades K-12 and a Montessori Pre-K for 2–5-year-old children. The facilities consist of 35 classrooms, STEM labs, a culinary kitchen, an agriculture garden and a student lounge accommodating 600 students. The purpose of the bonds is to purchase the existing building and finance the construction of a new gymnasium with additional classrooms.

Chris Kemp asked if the state provides reimbursement dollars for tuition. Denis stated the voucher system allows the state to provide funding. Richard Moreno stated the voucher system will blur the lines between private and charter schools.

Mayor Cherry Fitch asked if the state provides any oversight if a voucher or ESA (Education Savings Account) is used. Richard Moreno replied that that the state provides very limited guidance or compliance regarding the voucher system.

**MOTION/ACTION:**

**Harry Wilder made a motion to approve Resolution 19-24 as presented. Gary Michaels seconded. Vote for approval was 8-0.**

**AGENDA ITEM:**

Inducement Resolution 20-24 – Seaside School Consortium

**DISCUSSION:**

Seaside is an existing charter school located in Jacksonville, Florida. The proposed financing includes the acquisition and renovation of the currently leased facilities. The bonds will be issued on parity with the 2018 bonds issued by Capital Trust Agency and the 2022 bonds issued by the Florida Development Finance Corp.

Richard Moreno stated the school utilizes the new Florida grading system with measured tests over time to show growth and progression instead of one test at the end of the year. Mayor Cherry Fitch asked what type of oversight does the school abide by. Richard replied that there are provisions in the contract for monitoring and providing resources that may be adjusted as needed per school.

Chris Kemp asked what are the projected savings for the school. Richard Moreno replied the school will have additional cash on hand to make small improvements, add 38 acres for future improvements, and they will avoid the lease escalator in their lease agreement.

**MOTION/ACTION:**

**Gary Michaels made a motion to approve Resolution 20-24 as presented. Christy Larkins seconded. Vote for approval was 8-0.**

**AGENDA ITEM:**

Pipeline Report

**DISCUSSION:**

Denis McKinnon stated the pipeline report is consistently growing with a great deal of charter schools.

**MOTION/ACTION:**

**No Action Required.**

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

Minutes submitted by:  Connie Beargie, Office Administrator

Approved by:  Chris Kemp, Chairman