



**Organizational Meeting**  
**Wednesday, September 11, 2019**  
**9:00 a.m.**  
**President's Office**

In Attendance: Erik D' Aquino, Julie Hewitt, Garry Lubi

Staff Attendees: President Dr. Tom LoBasso, Executive Vice President and General Counsel Brian Babb, Senior Vice President & Chief Financial Officer Isalene Montgomery, Vice President for Advancement & Executive Director of the Foundation Tim Norton, Assistant Vice President for Facilities Chris Wainwright and Foundation Assistant Betty Mantero

I. Call to Order:

***Daytona State College District Board of Trustees' Member Garry Lubi called the Organizational Meeting of the Daytona State College Housing Corporation to order at 9:00 a.m.***

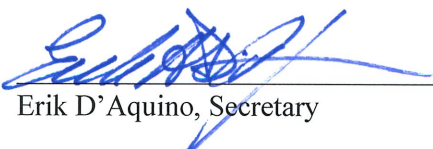
II. Election of Officers:

For Chair of the Board - ***Erik D'Aquino nominated Garry Lubi, Julie Hewitt seconded the motion, and the motion carried.*** For Treasurer - ***Garry Lubi nominated Julie Hewitt, Erik D'Aquino seconded the motion, and the motion carried.*** For Secretary - ***Garry Lubi nominated Erik D'Aquino, Julie Hewitt seconded the motion, and the motion carried.***

III. Discussion:

Chairman Lubi recognized Tim Norton who gave instructions to the Board members regarding State of Florida Sunshine Laws, which required all meetings to be publicly announced; that Board members must not communicate with one another regarding this entity outside of an official meeting; and, that all communication among Board members is subject to open records laws. The College's General Counsel, Brian Babb, also commented on the importance of adherence to all applicable laws as pertains to the Daytona State College Housing Corporation.

President Tom LoBasso followed with comments on why a residence hall is necessary, the process for establishing such a project, the due diligence that had been done on the part of the College and the Daytona State College Foundation leading up to the point of establishing this Housing corporation and how the initial funding for such a capital project was coming from the DSC Foundation. At present, approximately \$3.5 million, made up of \$2.501 million from L. Gale Lemerand, a generous donor, \$16,000 from Brian Kelley as a part of a gift given to the DSC baseball program in support of student athletes, who will be prime beneficiaries of the residence hall, and \$1 million, and possibly more, committed by the DSC Foundation once their Whisper Oaks condominium units have been sold. Additionally, there are funds held by the Foundation in "Campus Growth & Initiatives" accounts that could push the total available for the project to \$3.7 to \$3.9 million.

  
Erik D' Aquino, Secretary

IV. For Approval:

a. **Articles of Incorporation**

Brian Babb presented the Articles of Incorporation. *Erik D'Aquino motioned approval, Julie Hewitt seconded the motion, and the motion carried.*

b. **Bylaws**

Mr. Babb presented an initial Bylaws that "can be changed at any time," and which includes a Conflict of Interest policy that, among many other things, states that Board members can't enter into a contract with this Housing corporation. *Erik D'Aquino motioned approval, Julie Hewitt seconded the motion, and the motion carried.*

c. **Resolution of the District Board of Trustees**

Mr. Babb presented the Resolution of the District Board of Trustees. *Erik D'Aquino motioned approval, Julie Hewitt seconded the motion, and the motion carried.*

d. **Personal Services Agreement**

Mr. Babb presented the Personal Services Agreement, which is required under law of the State of Florida as a state college is not permitted to own and operate a residence hall/dormitory. *Erik D'Aquino motioned approval, Julie Hewitt seconded the motion, and the motion carried.*

e. **Ground Lease Agreement**

Mr. Babb presented the Ground Lease Agreement, which calls for Daytona State College, as property owner, to lease the property to the Housing corporation for no more than 50 years for \$1. A discussion on the need for a survey, insurance and other legal matters, which the Housing corporation will seek counsel from its attorney as to requirements. *Julie Hewitt motioned approval, Erik D'Aquino seconded the motion, and the motion carried.*

f. **Support Agreement**

Mr. Babb presented the Support Agreement as a document that will be required by the lender as a guarantee from the College when seeking financing. *Julie Hewitt motioned approval, Erik D'Aquino seconded the motion, and the motion carried.*

V. Additional Discussion:

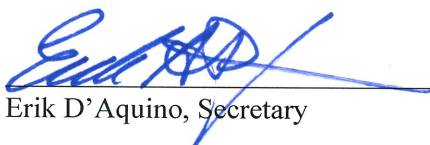
Chris Wainwright gave an overview of the process for selecting the project architect and contractor, a timeline for completion by summer 2021, a discussion of parking issues, and requisite site plans where the building will be built. Mr. Wainwright anticipates architect selection to occur by the end of September 2019, selection of General Contractor in mid-November 2019 and receipt of a Guaranteed Maximum Price (GMP) from the contractor in April 2020 so that construction can commence in May 2020.

VI. Next Meeting:

Thursday, September 26, 2019, 4 p.m.

VII. Adjournment:

*Erik D'Aquino motioned approval, Julie Hewitt seconded the motion, and the motion carried at 10:48 a.m.*

  
Erik D'Aquino, Secretary