

ADD-ON

Meeting Date
August 9, 2016



AGENDA	
Section	New Business
Item No.	VI.D.1

**AGENDA REPORT**  
BREVARD COUNTY BOARD OF COUNTY COMMISSIONERS

<b>SUBJECT:</b>	Viera Development of Regional Impact (Viera DRI) Letter of Credit Relating to Barnes Boulevard Work Due under Resolution No. 14-120; Request to reduce amount.
<b>DEPT/OFFICE:</b>	County Attorney's Office/Public Works Department

**Requested Action:**  
Approve reduction of the Letter of Credit to the amount of \$3,881,987.48 and authorize the chairman to execute the letter attached consenting to the reduction.

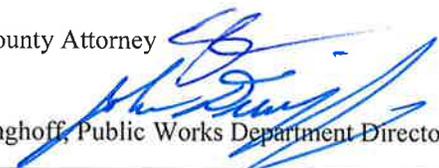
**Summary Explanation & Background:**  
The County received a Letter of Credit in 2015 to fulfill the security requirement of Resolution 14-120, which requires The Viera Company (TVC) to reimburse the County \$12,290,000 in connection with the widening of Barnes Boulevard. TVC paid \$4,325,738.05 on September 1, 2015 and delivered Wells Fargo Bank NA, Irrevocable Standby Letter of Credit Number IS0334466U in the amount of \$7,964,261.95 on September 21, 2015. As of April 19, 2016, TVC had timely paid progress payments in the amount of \$2,893,715.24, leaving a remaining balance owed of \$5,070,546.71. The Board approved a reduction in the Letter of Credit (LOC) to the balance owed, \$5,070,546.71 on April 19, 2016. Since then TVC has made additional payments in the amount of \$1,761,622.22, leaving a remaining balance of \$3,881,987.48 to be paid by TVC. TVC requests a reduction in the letter of credit to \$3,881,987.48. The issuing bank requires consent of the beneficiary (the County) to reduce the amount of the Letter of Credit. The County staff has no objection to the reduction. The letter specifically provides that no other changes will be made in the LOC; only the face amount will be reduced to \$3,881,987.48.

**Fiscal Impact:** FY 2015/2016  
**Fund and Account:** 1168/3449000 (Transportation Reimbursement) \$0  
**Contact Person:** Eden Bentley [eden.bentley@brevardfl.gov](mailto:eden.bentley@brevardfl.gov) John Denninghoff [john.denninghoff@brevardfl.gov](mailto:john.denninghoff@brevardfl.gov).  
**Phone:** 633-2090/ 57202

**Clerk to the Board Instruction:**

**Exhibits Attached:**  
Letter to be signed by chairman

<b>Contract / Agreement (if attached):</b> Reviewed by County Attorney	Yes	<input checked="" type="checkbox"/>	No	<input type="checkbox"/>
<b>County Manager's Office</b>	<b>Public Works Department:</b> PR <input type="checkbox"/>			

Stockton Whitten, County Manager 	Scott Knox, County Attorney  John P. Denninghoff, Public Works Department Director 
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Tammy Rowe, Clerk to the Board, 400 South Street • P.O. Box 999, Titusville, Florida 32781-0999

Telephone: (321) 637-2001  
Fax: (321) 264-6972  
Tammy.Rowe@brevardclerk.us

August 10, 2016

MEMORANDUM

TO: Scott Knox, County Attorney

RE: Item VI.D.1., Approval for Viera Development of Regional Impact (Viera DRI) Letter of Credit Relating to Barnes Boulevard Work Due Under Resolution No. 14-120; and Request to Reduce Amount

The Board of County Commissioners, in regular session on August 9, 2016, granted approval for the reduction amount \$3,881,987.48 in the Viera DRI Letter of Credit relating to Barnes Boulevard Work due under Resolution No. 14-120; and authorized the Chairman to execute the letter consenting to the reduction. Enclosed is the original letter.

Your continued cooperation is greatly appreciated.

Sincerely yours,

BOARD OF COUNTY COMMISSIONERS  
SCOTT ELLIS, CLERK

*for Donna Scott*  
Tammy Rowe, Deputy Clerk

/kp

Encl. (1)

cc: County Manager  
Public Works Director  
Budget  
Finance



**Jim Barfield, Commissioner, District 2**  
2575 N. Courtenay Pkwy, Suite 200  
Merritt Island, FL 32953

Telephone: (321) 454-6601  
Fax: (321) 454-6602  
[www.brevardcounty.us/D2](http://www.brevardcounty.us/D2)  
[Jim.Barfield@brevardcounty.us](mailto:Jim.Barfield@brevardcounty.us)

August 9, 2016

Wells Fargo Bank, N.A.  
U.S. Trade Services  
Standby Letters of Credit  
401 N. Research Pkwy, 1<sup>st</sup> Floor  
Winston-Salem, NC 27101-4157

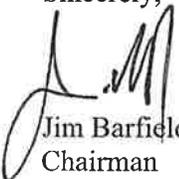
Re: Irrevocable Standby Letter of Credit  
Number: ISO334466U  
Issue Amount: USD 7,964,261.95  
Issue Date: September 17, 2015  
Expiry Date: September 17, 2018  
Applicant: The Viera Company  
Beneficiary: Board of County Commissioners of Brevard County, Florida

Dear Sir or Madam:

The Applicant under the above-referenced Letter of Credit has proposed a second amendment to the Letter of Credit to further reduce its "Issue Amount" from \$5,643,609.70 to \$3,881,987.48. This letter will confirm that the Board of County Commissioners of Brevard County, Florida, as the Beneficiary under the Letter of Credit, consents to amending the Letter of Credit to reduce its Issue Amount to \$3,881,987.48.

Except with respect to reducing the Letter of Credit's Issue Amount as specified above, this letter shall not be construed as the Beneficiary's consent to any other change or modification of the Letter of Credit's provisions. If you have any questions regarding this letter or the Beneficiary's consent to the proposed Amendment as described herein, please telephone Mr. Stockton Whitten, County Manager, at 321-633-2001.

Sincerely,



Jim Barfield  
Chairman

Board of County Commissioners of Brevard County

cc: Stockton Whitten, County Manager  
Eden Bentley, Esq.  
John P. Denninghoff, P.E.  
Andrew J. Holmes, P.E.  
Mr. Todd J. Pokrywa



THE VIERA COMPANY

7380 Murrell Road, Suite 201 | Viera, Florida 32940  
P: 321.242.1200 | F: 321.253.1800 | [VIERA.com](http://VIERA.com)

July 28, 2016

**VIA HAND DELIVERY**

Mr. Stockton Whitten, County Manager  
Brevard County Government Center  
Building C, Room 301  
2725 Judge Fran Jamieson Way  
Viera, FL 32940

Re: Viera Development of Regional Impact ("Viera DRI") – Letter of Credit Relating to Barnes Boulevard Widening Work Due Under Resolution No. 14-120 adopted by Brevard County ("County") on July 22, 2014; Request to Reduce Amount.

Dear Mr. Whitten:

As you'll recall, the Viera Development Order obligates The Viera Company ("TVC") to reimburse the County \$12,290,000 in connection with widening Barnes Boulevard as part of TVC's overall traffic mitigation. On September 1, 2015, TVC paid the County's initial invoice in the amount of \$4,325,738.05, leaving a remaining balance due of \$7,964,261.95. The outstanding balance was secured by Wells Fargo Bank N.A. Irrevocable Standby Letter of Credit Number IS0334466U in the amount of \$7,964,261.95 (the "LOC"), which was delivered to the County on September 21, 2015.

On April 19, 2016, Brevard County consented to our request for a reduction of the amount of the LOC. On April 25, 2016, Well Fargo amended the LOC, reducing it to \$5,070,546.71.

Since amending the LOC, TVC has timely made additional payments totaling \$1,761,622.22 leaving a remaining balance owing on this obligation of \$3,881,987.48. Therefore, TVC requests the County's consent to an additional amendment further reducing the amount of the LOC to \$3,881,987.48. To accomplish this further amendment, Wells Fargo (the issuing bank) requires a letter from the County, as the beneficiary under the LOC, consenting to the reduction. A form of "consent" letter satisfactory to Wells Fargo is attached for the County's consideration.

I sincerely appreciate the County's consideration of TVC's request. Please let me know if you have any questions or require additional information regarding this request.

Sincerely,

Todd J. Pokrywa  
Senior Vice President

TJP/jd/crs  
Enclosure

Cc: Eden Bentley, Esq. (via hand delivery w/enclosure)  
John P. Denninghoff, P.E. (via hand delivery w/enclosure)  
Andrew J. Holmes, P.E. (via hand delivery w/enclosure)