INAUGURAL VILLAGE COUNCIL MEETING
Agenda

Village Council: *District 1 – Bill Ribble;District 2 – Howard Levitan; District 3 – Donald Brown;District 4 – Katy Errington; District 5 – Jim Boesch; District 6 – Nick Batos; District 7 – Jim Wilson*

Tuesday, March 17, 2015
6:30 p.m.
Estero High School
Auditorium
21900 River Ranch Road, Estero, FL 33928

1. CALL TO ORDER

(A) Proper Notice Announcement.

(B) Recording of Minutes by Personnel of the Lee County Minutes Office provided by Linda Doggett, Comptroller for Lee County and Clerk of the Circuit Court.

2. ***INVOCATION AND PLEDGE OF ALLEGIANCE***

(A) Invocation – Pastor Tim Carson, Estero United Methodist Church.

(B) Pledge of Allegiance – Estero High School ROTC.

(i) Presentation of Flags by Estero Chamber of Commerce.

3. ***PRESENTATIONS***

(A) Don Eslick, Chairman, Estero Council of Community Leaders.

(B) Introduction of Elected Officials and Dignitaries

(C) Introduction of Village Council Members.

(D) Charles Dauray, College of Life Foundation

4. ***SWEARING IN CEREMONY***

Honorable Elisabeth Adams
Circuit Judge

5. ***ROLL CALL***

6. ***CITY COUNCIL COMMUNICATION AND DISCUSSION***

(A) Selection of Mayor

(B) Selection of Vice-Mayor

****** INTERMISSION ******

7. ***APPROVAL OF AGENDA***

8. ***CONSENT AGENDA***

All matters listed under the Consent Agenda will be voted on with one motion. Any Council Member may request that an item be removed from the Consent Agenda and placed on the regular Agenda for discussion.

(A) Approve Resolution Regarding the Purchase Liability, Errors and Omissions Insurance from the Florida League of Cities/Florida Municipal Insurance Trust.

Attachments: (1) Insurance Quote from Florida Municipal Insurance Trust

(2) Resolution

(B) Approve Resolution to Begin Operation of Website.

Attachments: (1) Resolution

(C) Approve Resolution Requesting that the Governor Create a Seat on the Lee County Metropolitan Planning Organization.

Attachments: (1) Resolution

9. ***COUNCIL BUSINESS***

Items on the agenda are generally treated in sequential order, and due to the length of the agenda any or all of the items listed for discussion may be rescheduled to a later date for consideration. The public will have an opportunity to speak during each agenda item. Each individual has one opportunity to speak per agenda item.

(A) DISCUSSION/RESOLUTION – A discussion and proposed resolution regarding the appointment of an Interim Village Manager.

Attachments: (1) Local City Manager Salary Information

(2) Peter Lombardi Resume and Proposal Letter

(3) Resolution

(B) DISCUSSION/RESOLUTION – A discussion and proposed resolution regarding the appointment of an Interim Village Attorney.

Attachments: (1) Local City Attorney Budgeted Amounts

(2) GrayRobinson Proposal

(3) Resolution

COUNCIL BUSINESS (cont'd)

(C) DISCUSSION/RESOLUTION – A discussion and proposed resolution regarding the appointment of an Interim Village Finance Director.

Attachments: (1) Adgate, Pace & Associates Proposal

(2) Letter of Recommendation

(3) Adgate Engagement Letter

(4) Resolution

(D) DISCUSSION/RESOLUTION – A discussion and proposed resolution regarding accounting/bookkeeping services.

Attachments: (1) Adgate Proposal

(2) Adgate Engagement Letter

(3) Resolution

(E) DISCUSSION/RESOLUTION - A discussion and proposed resolution regarding banking services.

Attachments: (1) Sun Trust Proposal

(2) Fifth Third Proposal (Proposal has been condensed for copying purposes – It is available upon request)

(3) Finemark Proposal

(4) Resolution

(F) DISCUSSION/RESOLUTION – A discussion and proposed resolution regarding the approval of a Line of Credit for the Village of Estero.

Attachments: (1) Resolution

(G) DISCUSSION/RESOLUTION – A discussion and proposed resolution approving the contract with the Estero Fire Rescue District regarding the rental of office space.

Attachments: (1) Interlocal Agreement for the Rental of Office Space

(2) Resolution

COUNCIL BUSINESS (cont'd)

(H) DISCUSSION/RESOLUTION – A discussion and proposed resolution establishing temporary dates, times and location of future Council Meetings, Workshops, and the official Village of Estero mailing address.

Attachments: (1) Proposed Initial Council Schedule

(2) Resolution

(I) DISCUSSION/RESOLUTION – A discussion and proposed resolution authorizing the Interim Village Manager to make individual purchases up to $5,000 with cumulative total of $25,000.

Attachments: (1) Resolution

(J) DISCUSSION/RESOLUTION – A discussion and proposed resolution authorizing the Interim Village Manager to purchase information technology equipment and services up to $65,000.

Attachments: (1) Proposals from Softchoice, Dell, & Verizon

(2) Resolution

(K) DISCUSSION – Direct Interim Village Manager to advertise an Ordinance establishing the Land Use Board.

Attachments: None

(L) DISCUSSION – Direct Interim Village Manager to advertise an Ordinance rescinding the Lee County restriction on communication with Land Use Board.

Attachments: None

(M) DISCUSSION – Direct Interim Village Manager to advertise an Ordinance amending Lee County Ordinance 03-14, Relating to Lobbying Activities and Lobbyist Reporting in Lee County.

Attachments: None

10. ***<u>PUBLIC INPUT of Non-Agenda Items</u>*** **– Each individual will be given three minutes to speak.**

11. ***<u>COUNCIL / CITY MANAGER COMMUNICATIONS AND FUTURE AGENDA ITEMS</u>***

(A) Interim Village Manager's Comments (if applicable).

(B) Interim Village Attorney's Comments (if applicable).

12. ***<u>ADJOURN</u>***

If you desire to address the Council, please complete a Public Comment Card located on the table in the lobby and return it to the Clerk. Citizens desiring to speak must step up to the podium, state their full name and address and/or whom he or she represents.

ADA Assistance – Anyone needing special assistance at the Council meeting due to a disability or physical impairment, should contact Daphnie Bercher at 239-598-3601, at least 48 hours prior to the meeting.

Pursuant to Section 286.0105, Florida Statutes:
"If a person decides to appeal any decision made by the board, agency, or commission with respect to any matter considered at such meeting or hearing, he or she will need a recording of the proceeding, and that, for such purpose, he or she may need to ensure that a verbatim recording of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 8. (A)	Prepared By: Bob Lienesch, ECCL/ Andrew Hanson, Florida League of Cities
Agenda Section: Consent Agenda	
Subject: Resolution to Purchase Liability, Errors, and Omissions Insurance from Florida Municipal Insurance Trust	

BACKGROUND:

Area municipalities are insured by the Florida Municipal Insurance Trust. Attached is the quote for liability insurance for the Village. Andrew Hanson from the Florida League of Cities will be in attendance at the Council Meeting on March 17 to answer any questions.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Approve the immediate purchase of liability insurance from the Florida Municipal Insurance Trust.

POTENTIAL MOTION:

I make a motion to approve the immediate purchase of liability insurance from the Florida Municipal Insurance Trust and authorize the Mayor to execute all documents necessary to complete the purchase.

FLORIDA LEAGUE OF CITIES, INC.
SPONSOR OF THE
FLORIDA MUNICIPAL
INSURANCE TRUST

February 26, 2015

Mr. Bob Lienesch
Finance Director ECCL
Village of Estero

RE: Property & Casualty Quote

Dear Mr. Lienesch:

We appreciate the opportunity to present you with our proposal for your Insurance Program for the Village of Estero. As always, we welcome the opportunity to meet with you at any time to discuss this matter.

The Florida League of Cities Insurance Program was established in 1977 to provide an affordable insurance alternative for the governmental entities of Florida. Over the years the Florida Municipal Insurance Trust has evolved into one of the largest public entities programs in the United States and is recognized for its outstanding service and broad coverage forms.

The Trust, governed by a board of elected officials, is a non-assessable, non-profit, tax-exempt risk sharing pool. Each year these elected officials approve an actuarially recommended premium structure based on loss experience. The FMIT has superior financial strength presently highlighted by $466 million in assets, $211 million in surplus and over 600 members. With over 100 insurance professionals serving the FMIT, we have the resources and the product offering necessary to design a risk management solution to fit the unique coverage issues facing your Village.

When examining other insurance markets, it will become obvious that our self-insured group concept is a most attractive insurance alternative. To be certain, the FMIT is highly qualified to meet all your risk management needs. Our expertise in the areas of public entity coverages, coupled with our outstanding claims, loss control, and a nationally recognized fraud (SIU) department translates to considerable service and savings.

Thank you for your time and consideration. I plan to attend the Village Council meeting on March 17, 2015 and will be available to answer any questions and, if you choose, bind coverage.

Sincerely,

Andrew Hanson

Andy Hanson
West Florida Account Executive
941-744-7889
ahanson@flcities.com

FLORIDA MUNICIPAL INSURANCE TRUST

COVERAGE PROPOSAL

FOR

VILLAGE OF ESTERO

PROPOSED EFFECTIVE DATE: March 1, 2015

ADMINISTERED AND PREPARED BY:

DEPARTMENT OF INSURANCE AND FINANCIAL SERVICES

OF THE

FLORIDA LEAGUE OF CITIES, INC.

P.O. BOX 530065

ORLANDO, FL 32853-0065

"The Florida Municipal Insurance Trust Guarantee"

The FMIT **will match** *any competitor's pricing for similar exposures, coverages, terms and conditions contingent on the ability of the competitor to verify that their rates are established by an independent actuary and that their reinsurance structure is currently in place. The competitor's reinsurer must have an AM Best rating of an A X or better.*

A specimen agreement is attached. This proposal contains a brief, general description of coverages. It is not intended to describe or cover all the terms, limits, conditions and exclusions of the agreement.

The FMIT agreement language will supersede any differences between the agreement and this proposal summary.

Department of Insurance
and Financial Services

FLORIDA MUNICIPAL INSURANCE TRUST
Proposal for 2014-2015

Village of Estero

PROPERTY COVERAGE

	Limit
Real & Personal Property	$125,000
Electronic Data Processing:	
- Equipment:	Included in Contents
- Software:	Included in Contents
- Equipment Breakdown:	Included in Contents
Coinsurance:	100%
Values:	100%
Valuation Basis:	Replacement Cost
Coverage Form:	Special

Deductibles: $1,000 Per Occurrence - Real & Personal Property, Other Property

Named Storm Deductible is 5% of the scheduled Building, Personal Property, Other Property (including property in the open) and Business Income. The percentages are calculated using the Schedule of Values on file with FMIT. The Named Storm deductible is calculated separately and applied individually to each Building, Personal Property, Other Property and Business Income. The minimum deductible is 5% of the scheduled value or the stated Property deductible, whichever is greater.

Business Income waiting period is 72 hours.

PROPERTY COVERAGE EXTENSIONS:

➢ Excess Flood Coverage	$4,500,000
o Flood Zones A & V deductible is excess of NFIP	
o Other Flood Zones - $100,000 deductible	
➢ Terrorism	$5,000,000
➢ Unintentional Errors & Omissions	$250,000
➢ Newly Acquired or Constructed Property	$2,000,000
➢ Newly Acquired Business Personal Property	$500,000
➢ Business Income	$500,000
➢ Extra Expense	$1,000,000
➢ Valuable Papers & Records	$500,000
➢ Signs - Not attached to Buildings	$25,000
o Vehicular damage to signs	$10,000 Maximum
➢ Accounts Receivable	$500,000
➢ Police Dogs & Horses	
o Death in line of duty	$15,000
o Annual Maximum	$30,000
➢ Electronic Data Processing Equipment (Software)	$250,000
➢ Antiques & Objects of Art	
o Per Item	$15,000
o Annual Maximum	$250,000
➢ Off Premises Power Failure	$100,000
➢ Pollutant Clean Up & Removal	$100,000
➢ Fungus Clean Up & Removal	$25,000
➢ Personal Property Off Premises	$250,000
➢ Personal Property of Others	$50,000
➢ Preservation of Property	$100,000
➢ Service Interruption Coverage	$100,000
➢ Property In Transit	$250,000
➢ Recertification of Equipment/Fire Extinguisher Recharge	$250/Day
➢ Debris Removal	25% of Loss
➢ Building Ordinance Coverage, Including Demolition	25% of Loss
➢ Miscellaneous Unscheduled Fixtures	$25,000/$100,000
➢ Leasehold interest	$100,000
➢ Arson Reward	$5,000

EQUIPMENT BREAKDOWN COVERAGE

Subject to any applicable limits on the Property, Allied Lines and Crime Declarations, the Equipment Breakdown Limit is the most we will pay for loss or damage arising from any "one accident."

These coverages apply to all locations covered on the policy, unless otherwise specified.

I. Coverages	Limits
Equipment Breakdown	Subject to the Real and Personal Property Limit described in proposal or $50,000,000, whichever is less.
Business Income	Subject to the Business Income Limit described in proposal.
Extra Expense	Subject to the Extra Expense Limit described in proposal.
Expediting Expense	$1,000,000
Hazardous Substances	$500,000
Spoilage	$500,000
Data Restoration	$500,000
"Fungus," Wet Rot, Dry Rot And Bacteria	$25,000
Service Interruption*	Subject to Business Income, Extra Expense, and Spoilage Limits
Water Damage	Included in Property Coverage.

II. Deductibles	
Direct Coverages	Subject to the Real and Personal Property deductible described in proposal.
Indirect Coverages	Subject to the Time Element deductible described in proposal.

III. Other Conditions

*Unless the interruption exceeds 24 hours, we will not pay for any loss under Service Interruption.

"Covered equipment" does not include "electrical generating equipment"; however, this exclusion does not apply to emergency generators.

GENERAL LIABILITY COVERAGE

Comprehensive General Liability	**Limits**
Limit Per Occurrence:	$1,000,000
Annual Aggregate:	Unlimited
Deductible:	$0

Public Officials E & O / Employment Practices Liability	**Limits**
Limit Per Occurrence:	$1,000,000
Annual Aggregate:	Unlimited
Deductible:	$0

Note: For Members that choose a deductible - Members are **only** responsible for the deductible if a judgment or settlement occurs. Legal expenses are outside the deductible and paid solely by the Trust for General Liability and / or Automobile Liability.

Important Note: The deletion of any of the above coverages does not automatically reduce the premium. These premiums are based on all of the above coverages. Any deletions of coverage will alter the experience modification factor originally used and may result in a higher premium.

ADDITIONAL BENEFITS:

- Defense Costs paid in addition to policy limits
- Premises Operations
- Products/Completed Operations
- Contractual Liability (Designated Contracts Only)
- Owners & Contractors' Protective Liability
- Personal Injury Liability
- Host Liquor Liability
- Incidental Medical Malpractice Liability
- Watercraft Liability
- Fire Legal Liability - Maximum $500,000 in any one Trust Year
- Broad Form Property Damage - Maximum $500,000 in any one Trust Year
- Advertising Injury Liability
- Skate Facility Liability
- Employment Practices Liability
- Employee Benefits Program Administration Liability
- Extra Contractual Legal Expense - $100,000 Limit
  - (EEOC, Florida Commission on Human Relations, Ethics)
- No-fault Sewer Backup Expense - $100,000 Limit
- Crisis Intervention
- HR Helpline - Full Legal Support and Online Services
- Bert Harris Act/Inverse Condemnation - $300,000 Limit. (Higher limits are available.)
  - Deductible is $5,000 or the policy deductible, whichever is greater.
- Cyber Coverages including Privacy, Network Security and Data Breach - $250,000 Annual Aggregate. Claims Made.
- Cyber Risk Management Tools Web Site.

CRIME & BOND COVERAGE		Limits
Bond Coverage:		
Employee Theft - Per Loss		$500,000
	Deductible:	$1,000
Faithful Performance - Per Loss		$500,000
	Deductible:	$1,000
Finance Director		$500,000
	Deductible:	$0
Crime Coverage:		
Money - Loss Inside		$50,000
	Deductible:	$1,000
Robbery or Safe Burglary of Other Property		$50,000
	Deductible:	$1,000
Outside the Premises		$50,000
	Deductible:	$1,000
Computer and Funds Transfer Fraud		$500,000
	Deductible:	$1,000
Forgery or Alteration		$500,000
	Deductible:	$1,000
Money Orders and Counterfeit Money		$500,000
	Deductible:	$1,000

WORKERS' COMPENSATION PAYROLLS

	Limit
Workers' Compensation	Statutory
Employers Liability	$1,000,000 / $1,000,000 / $1,000,000

CODE	DESCRIPTION	PAYROLL
8810	CLERICAL	435,000
	TOTAL PAYROLL	$435,000

Deductible StopLoss:		$0
Experience Modification Factor:	10/1/2014	1.00
Safety Credit:		Yes
Drug Free Credit:		Yes

The Workers' Compensation premium is subject to adjustment when the October 1, 2014 experience modification is received.
Premium calculation includes 5% Drugfree Credit and 2% Safety Credit - Requires receipt of approved applications.

Village of Estero

PROPOSAL FOR GENERAL LIABILITY - $1,000,000 LIMIT OF LIABILITY

PREMIUM SUMMARY

Coverage Line	Annual Premium	Pro-Rata 3/1/2015 - 10/1/2015
Real & Personal Property	$2,806	$1,644
Equipment Breakdown Coverage	INCLUDED	INCLUDED
Crime & Bond Coverage	INCLUDED	INCLUDED
General Liability Coverage	$8,708	$5,103
Public Officials E&O / Employment Practices Liability	$9,519	$5,578
Bert Harris Limit of $1,000,000	$196	$115
Automobile Coverage - Hired and Non-Owned only	$192	$113
Workers' Compensation Coverage	$1,157	$678
Total Premium	$22,578	$13,231

INTEREST FREE INSTALLMENT PLAN

First Installment	Second Installment	Third Installment	Fourth Installment
25% minimum due	25% minimum due	25% minimum due	25% minimum due
October 1, 2014	January 1, 2015	April 1, 2015	July 1, 2015

Payment will be forwarded to the Florida League of Cities in Tallahassee

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION AUTHORIZING AND RATIFYING THE PURCHASE OF LIABILITY, ERRORS, AND OMISSIONS INSURANCE THROUGH THE FLORIDA MUNICIPAL INSURANCE TRUST; AUTHORIZING THE MAYOR TO EXECUTE NECESSARY DOCUMENTS TO EFFECTUATE PURCHASE; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality and is commencing business on March 17, 2015; and

WHEREAS, it is necessary for the Village to obtain liability insurance coverage from the beginning date of operations; and

WHEREAS, the Florida Municipal Insurance Trust as an affiliate of the Florida League of Cities provides liability coverage for new Florida Cities in their start-up phases; and

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council of the Village of Estero, Florida hereby approves the immediate purchase of liability insurance for the Village from the Florida Municipal Insurance Trust in accordance with the quote attached hereto.

SECTION TWO. The Mayor is hereby authorized to execute the application for coverage and all other documents necessary for the procurement of insurance.

SECTION THREE. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA

By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 8. (B)	Prepared By: Marilyn Edwards/ECCL
Agenda Section: Consent Agenda	
Subject: Resolution to Assume Operation of Website	

BACKGROUND:

In an effort to begin immediate communication to the residents of the Village of Estero regarding the new Council and Village of Estero business, the Estero Council of Community Leaders purchased a domain and created a website for use by the Village of Estero. The Village needs to assume operation of the website as a vehicle to inform residents of Village business.

If this Resolution is approved, the Village of Estero's website is:

www.VillageofEsteroFl.org

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Approve Resolution authorizing the Village to assume operation of the website.

POTENTIAL MOTION:

I make a motion to approve the resolution authorizing the Village to assume operation of the website.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION AUTHORIZING THE VILLAGE OF ESTERO TO ASSUME OPERATION OF THE WEBSITE CREATED BY THE ESTERO COUNCIL OF COMMUNITY LEADERS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, in an effort to assist the Village of Estero, the Estero Council of Community Leaders (ECCL) has purchased a domain and created a website at: www.VillageofEsteroFl.org

WHEREAS, it is necessary for the Village of Estero to begin operation of the website in order to communicate to the residents of the Village;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby authorizes the Interim Village Manager to assume operations of the website.

SECTION TWO. This Resolution shall take effect immediately upon adoption.

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA

By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 8. (C)	Prepared By: Burt Saunders
Agenda Section: Consent Agenda	
Subject: Resolution Requesting that the Governor Create a Seat in the Lee County Metropolitan Planning Organization for the Village of Estero	

BACKGROUND:

Section 339.175(2), Florida Statutes authorizes the Governor to determine the number of members of the Lee County Metropolitan Planning Organization. This Resolution requests that the Governor create a seat in the Lee County MPO for the newly incorporated Village of Estero.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Approve Resolution requesting that the Governor create a seat on the Lee County MPO.

POTENTIAL MOTION:

I make a motion to approve the resolution requesting that the Governor create a seat in the Lee County Metropolitan Planning Organization for the Village of Estero.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION REQUESTING MEMBERSHIP IN THE LEE COUNTY METROPOLITAN PLANNING ORGANIZATION; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, Section 339.175(2), Florida Statutes, authorizes the Governor to determine the number of members of the Lee County Metropolitan Planning Organization; and

WHEREAS, membership is especially important to newly established municipalities which must place a greater emphasis on planning; and

WHEREAS, the newly incorporated Village of Estero has a permanent population of approximately 23, 124 people and is not currently a member of the Lee County Metropolitan Planning Organization;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council of the Village of Estero hereby requests membership in the Lee County Metropolitan Planning Organization and to include a representative of the Village of Estero as a member.

SECTION TWO. This Resolution shall take effect immediately upon adoption.

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest: **VILLAGE OF ESTERO, FLORIDA**

By:_____ By: _____

_____ _____

Interim City Clerk Mayor

Reviewed for legal sufficiency:

By: _____

_____

Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (A)	Prepared By: Phil Douglas/ECCL
Agenda Section: Council Business	
Subject: Resolution Confirming the Appointment of An Interim Village Manager and Interim Custodian of Public Records	

BACKGROUND:

In mid-January a formal communication was sent to prospective interim village manager candidates from the list of Managers in Transition provided by the Florida League of Cities and the Florida City and County Managers Association. The search was confined to potential candidates living in and familiar within the state of Florida. Additionally some other resumes from interested candidates were received through the general networking systems of these individuals who knew that Estero was a newly created Village and would be looking for an Interim Village Manager.

Ultimately 11 resumes were received during the course of a six week period of time (resumes are included in the Transition Book). The three unopposed village council candidates along with Roger Strelow and Phil Douglas of the ECCL's Transition Team interviewed four candidates. Each candidate was living in Florida and either was or had been a city or county manager. One candidate ultimately withdrew from consideration so the final consideration came down to three individuals.

After due deliberation and discussion the ECCL's Transition Team decided to recommend to the Village Council for the position of Interim Village Manager Peter Lombardi, a retired manager, who is currently a senior advisor and consultant to Florida City and County Managers Association. Mr. Lombardi received very positive comments by both the Florida League of Cities and the Florida City and County Managers Association.

Additionally, Florida Statutes requires that each municipality provide maintenance of and access to public records. The Village needs an Interim Custodian of Public Records until a permanent Custodian of Public Records is hired. It is recommended that the Interim Village Manager also acts as the Interim Custodian of Public

Records in order to manage public records in accordance with Section 119, Florida Statutes.

Information provided by Phil Douglas, ECCL Transition Team Member

FUNDING SOURCE / FISCAL IMPACT:

Compensation Package to be determine by Council

RECOMMENDATION:

Approve Resolution confirming _____as Interim Village Manager and Interim Custodian of Public Records..

POTENTIAL MOTION:

I make a motion to approve the resolution confirming the appointment of _____ as Interim Village Manager and Interim Custodian of Public Records; authorizing the Interim Village Attorney to draft the Agreement, and authorizing the Mayor to execute Agreement.

LEE COUNTY ELECTED OFFICIAL'S COMPENSATION REPORT

NAME OF CITY	COUNCIL MEMBER	MAYOR	CITY MANAGER
Bonita Springs	$1,371.11/month $16,453.32 annually	$1,825.15/month $21,901.80 annually	$162,500 annually
Fort Myers Beach	$1,200/month $14,400 annually	$1,400/month $16,800/annually	$122,400 annually
Fort Myers	$2,719.17/month $32,630 annually	$3,534.92/month $42,419 annually	$168,059 annually
Cape Coral	$1,404.44/month $18,257.66 annually	$1,652.28/month $21,479.60 annually	$160,000 annually
Sanibel	- Voluntary Basis -		

11/20/14

HEALTH CARE.....

Bonita Springs	City pays 100% of single health coverage and the Councilmember pays $70/month if they elect any dependents. They have the option to elect dental and vision, but at their own expense. (Bonita is an FRS so Council members are as well and the employer contribution rate currently is 43.24% of their salary (see previous page for salary).
Fort Myers Beach	No coverage.
Fort Myers	**Mayor**: $12,756.08 Health Insurance annually. $159.00 Life Insurance annually. $14,083.16 Pension annually. $3,600 Travel annually (does not include out of town) $3,600 Expenditure Funds (local) annually **City Council**: $13,895.25 Health Insurance average each annually $119.41 Life Insurance annually each $10,833.16 Pension annually each $2,400 Expenditure Funds (local) annually each

The elected officials do not receive a car allowance.

Cape Coral	Council members and Mayor have the option to participate in the City's health/dental/vision plans. They are currently offered an annuity in lieu of the insurance, however there are discussions regarding the continuation of the annuity. There are no other payments offered to the Mayor and Council members.
Sanibel	- 0 -

PETER G. LOMBARDI

12124 Vicars Lane 239-204-9181 Residence
Fort Myers, Florida 33913 plpland@comcast.net

PUBLIC ADMINISTRATIVE MANAGEMENT

Employment includes extensive experience in municipal management; budgeting and finance, collective bargaining, labor relations, supervision of line and staff agencies, policy formation, comprehensive planning and growth management, and intergovernmental, media, and public relations.

RELEVANT EXPERIENCE

Volunteer 7/1/12 to Present

- **ICMA/FCCMA** "Senior Advisor" for South Florida assisting municipalities in recruiting managers, and assisting managers in transition [MITs] to obtain employment in local government
- **Code Enforcement Board Member**, City of Fort Myers
- **Eucharist Minister, member of the Strategic Planning and Building Committees,** Saint John XXIII Catholic Church

Village Manager, Pinecrest, Florida 9/03/96 to 6/30/11

A lifelong ambition was fulfilled when I was selected as Pinecrest's first Village Manager to work along with its founders to create a first class residential community of 20,000 residents. Pinecrest is served by both a State and Nationally accredited police department. The building and planning department obtained a Class 3 rating by the Insurance Services Organization [ISO]. Its parks and recreation facilities have received acclaim in Parenting Magazine. Public Works functions are done with a small staff, along with private contractors. Ad valorem tax millage was reduced to 2.1040 mills, down from 2.5400 mills when incorporated in 1996, and the Village had reserves of nearly $8,000,000 at the time of my departure as Village Manager. Pinecrest was awarded a AAA Bond Rating by Standard and Poors. In 2009, the Village developed a strategic plan which included a resident survey indicating a 92% satisfaction level for customer service.

City Manager, Treasure Island, Florida 1/12/79 to 8/31/96

Treasure Island is a full service Gulf Coast resort community of over 7,400 residents, increasing to 20,000 in the tourist season. During my tenure Treasure Island became a pioneer in beach re-nourishment and sand dune restoration, operated a profitable public transit system, and continued to maintain one of the lowest millage rates in Pinellas County.

Town Manager, Hampton/Hampton Beach New Hampshire 9/1/72 to 11/30/78

Hampton is a seacoast resort community of 15,000 residents, swelling to over 70,000 over the Memorial Day and Labor Day weekends. The Board of Selectmen and I successfully negotiated the relocation of corporate headquarters Fortune 500 Wheelabrater Frye from New York City to Hampton.

City Manager, Claremont, New Hampshire 3/70 to 9/1/72

Assistant Town Manager/Development Coordinator, Newington, Connecticut 1/70 to 3/70

Administrative Assistant to Town Manager/Development Coordinator, Plainville, Connecticut 9/68 to 1/70

EDUCATION

B.S. B.A. University of Hartford 1968 [Major: Public Administration Minor: Business Administration]

PROFESSIONAL ORGANIZATIONS

- International City/County Management Association [ICMA]
- American Society for Public Administration [ASPA]
- Florida City/County Management Association [FCCMA]: Director, 2005 – 2007, representing Broward, Miami-Dade, and Monroe County Managers

March 5, 2015

Honorable Mayor and Village Council:

I have enjoyed working with some of the ECCL Committee Chairs over the past eighteen months to provide assistance in the form information and recommendations for the preparation of the Estero Transition Book the ECCL has presented to the Village Council.

I have been asked if I would consider accepting an appointment by the Village Council to serve as Estero Village Manager during the transition period from Lee County to the Village of Estero until such time as the Village Council determines.

I would consider it an honor and privilege to work with Estero's first Village Council to establish an inclusive, fiscally responsible, government light organization.

Attached is my resume outlining nearly 43 years of City Management experience, 32 years in the State of Florida. My most recent position was with the newly incorporated Village of Pinecrest in Miami-Dade County where I served as its first Village Manager from 9/1/96 until I retired 6/30/11.

I will accept a $125,000 salary, $8,580 for health, prescription and dental insurance premiums, and $7,200 for automobile expenses for a total of $140,780 paid weekly ($2,707.31) during the transition period of employment as Village Manager.

Peter G. Lombardi

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION CONFIRMING THE APPOINTMENT OF _____ AS INTERIM VILLAGE MANAGER AND INTERIM CUSTODIAN OF PUBLIC RECORDS; AUTHORIZING THE INTERIM VILLAGE ATTORNEY TO DRAFT AGREEMENT; AUTHORIZING VILLAGE MAYOR TO EXECUTE AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality: and

WHEREAS, the Charter of the Village of Estero, Section 5 - Administration, Paragraph 1 (a) provides that the Council shall appoint a Villager Manager for a fixed compensation who shall serve at the pleasure of the Council. The Village Manager shall be appointed primarily on the basis of executive and administrative qualification; and

WHEREAS, the Village Council of the Village of Estero has determined that it is in the best interest of the Village of Estero to appoint an Interim Village Manager until the Village Council desires to take action with regards to a permanent Village Manager; and

WHEREAS, the Interim Village Manager will also act as the Interim Custodian of Public Records who will maintain public records in accordance with Section 119, Florida Statutes, until a permanent Custodian of Public Records is hired by the Village and until the Village establishes its Public Records policies and procedures; and

WHEREAS, _____, has proposed his/her services to the Village of Estero as Interim Village Manager and Interim Custodian of Public Records with duties and responsibilities as outlined in the Village Charter; and

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby confirms the appointment of _____ as the Interim Village Manager for the Village of Estero.

SECTION TWO. The Interim Village Manager will also act as the Interim Custodian of Public Records who will maintain all public records in accordance with Section 119, Florida Statutes until a permanent Custodian of Public Records has been hired by the Village and until the Village has established its Public Records policies and procedures.

SECTION THREE. The Village Council authorizes the Interim Village Attorney to draft an Agreement for services based upon the discussion of Village Council during the March 17, 2015, Council meeting.

SECTION FOUR. The Village Council authorizes the Village Mayor to execute the Agreement with _____.

SECTION FIVE. This Resolution shall take effect immediately upon adoption.

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA

By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (B)	Prepared By: Roger Strelow, ECCL
Agenda Section: Council Business	
Subject: Resolution Confirming the Appointment of An Interim Village Attorney	

BACKGROUND:

The Charter for the Village Of Estero states that there shall be a Village Attorney who serves as chief legal advisor to the Council, Village Administrators, departments, and agencies.

After working with Former Senator Burt Saunders of the law firm of GrayRobsinson, since the inception of the incorporation of the Village of Estero, and with his vast experience in local government, and as Collier County Attorney, Dade County Assistant Attorney and local City Attorney, it is recommended that the Village of Estero retain Burt Saunders with the law firm of GrayRobinson to act as Interim Village Attorney.

FUNDING SOURCE / FISCAL IMPACT:
Rates/Agreement as proposed and approved by Council

RECOMMENDATION:

Approve Resolution confirming _____as Interim Village Attorney.

POTENTIAL MOTION:

I make a motion to approve the resolution confirming the appointment of _____ as Interim Village Attorney; and authorizing the Mayor to execute Agreement.

From: **Daphnie Bercher** Daphnie.Bercher@gray-robinson.com
Subject: City Attorney Budgeted Amounts
Date: January 22, 2015 at 3:58 PM
To: NICHOLAS BATOS mrnbjr@aol.com
Cc: BURT SAUNDERS Burt.Saunders@gray-robinson.com

Hi Nick,

Below are the 2014-2015 budgeted amounts for City Attorney/Legal Expenses for area municipalities.

Sanibel	$573,682
City of Ft. Myers	$1,010,300
Bonita	$444.930
Fort Myers Beach	$190,400 (there may be more legal related expenses listed in a different section of the budget)
Cape Coral	$1,044,592
Marco Island	$300,000
Naples	$526,411

Daphnie Bercher | Independent Contractor Paralegal
GRAY | ROBINSON

8889 Pelican Bay Blvd., Suite 400 | Naples, Florida 34108
T: 239-598-3601 | F: 239-598-3164
E-mail | Website | vCard

Facebook | LinkedIn | Twitter

GRAY | ROBINSON
ATTORNEYS AT LAW

Relationships. Resources. Results.

Prepared for:
The Village of Estero

Proposal for Legal Services

Presented by:

Burt L. Saunders
GrayRobinson, P.A.
8889 Pelican Bay Boulevard
Suite 400
Naples, FL 34108
Phone: 239-598-3601
burt.saunders@gray-robinson.com

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Letter of Transmittal

February 4, 2015

Mr. Nick Batos, Chairman
Estero Council of Community Leaders
P.O. Box 424
Estero, FL 33929

Re: Village of Estero
Proposal for Legal Services

Dear Mr. Batos:

The law firm of GrayRobinson, P.A. (the "Firm") is pleased and honored to submit our proposal to provide legal services for the Village of Estero. The attached proposal provides information regarding our Firm's attorneys and experience representing government entities. As discussed herein, our Firm has extensive experience in government representation at the municipal, county and state levels and is uniquely qualified to serve as the Village Attorney for the Village of Estero. What separates our firm from others is that we provide the convenience and practicality of a local law firm with the vast resources and experience of a statewide law firm.

Former Senator Burt Saunders will serve as lead attorney for the Village of Estero. He will oversee all aspects of the assignment and will be the primary point of contact for this engagement. Mr. Saunders served as a Dade County Attorney prior to becoming the Collier County Attorney from 1982 through 1986, when he was elected to the Collier County Commission. After serving 8 years on the County Commission, Mr. Saunders was elected to the Florida House of Representatives and subsequently to the Florida Senate in 1998, where he served until term limited out in 2008.

Mr. Saunders not only can assist the Village with specific legal issues generally addressed by a city attorney, Mr. Saunders can also assist the Village with any issues involving Lee County and the executive and legislative branches of Florida government. Please note the Florida legislative lobbying successes Mr. Saunders and the firm have had over the past few years.

Additionally, Mr. Saunders has a great deal of local government experience and will work diligently to keep legal costs to a minimum. He understands the need to provide the best legal advice possible, but is mindful of the fact that the expenditure of public funds must kept to a minimum.

Gray Robinson is a large and diverse Florida law firm. With nearly 300 lawyers in 12 cities across Florida, GrayRobinson can provide expertise in all legal areas that may be relevant to the operations of the Village of Estero.

You will see from the experience and clients listed in the proposal, that GrayRobinson has the talent and resources to address any issues that may arise out of the operation of local government.

Thank you for the opportunity to submit this proposal for legal services.

Sincerely,

GrayRobinson, P.A.

Burt L. Saunders, Shareholder
For the firm

_____

Our Firm

Lead Attorney

Burt L. Saunders
GrayRobinson, P.A.
5551 Ridgewood Drive
Suite 101
Naples, FL 34108
Phone: 239-598-3601
Fax: 239-598-3164
burt.saunders@gray-robinson.com

Lead Attorney, former Senator Burt Saunders, has a great deal of experience both in representing governmental entities and serving in public office. In addition to his other lobbying clients, he is currently representing Lee County as the Lead Lobbyist and Collier County as Co-Lobbyist. Burt has served as a Dade County Attorney, Collier County Attorney and City Attorney for the City of Marco Island. Additionally, he served in the Florida Legislature for 14 years and is very familiar with the legislative process.

With Burt in the GrayRobinson Naples Office, GrayRobinson can quickly respond to any needs of the Village of Estero including meetings and workshops.

Firm Overview

GrayRobinson, a full-service corporate law firm with nearly 300 attorneys throughout 12 offices across Florida, provides legal services for Fortune 500 companies, emerging businesses, lending institutions, local and state governments, developers, entrepreneurs and individuals across Florida, the nation and the world. We offer not only breadth across a great many legal specialties, but depth and proficiency in each one as well.

Being one of Florida's fastest-growing law firms, our attorneys are at the forefront of emerging legal issues and work expeditiously on behalf of our clients and respond quickly to their needs. We have invented a better brand of law firm that best serves our clients and our communities while counting creativity as a hallmark characteristic and insisting on ingenuity and innovation.

Client Service

GrayRobinson is committed to providing our clients with legal services that will assist them in accomplishing their business objectives. To ensure the highest client satisfaction, we conduct post matter reviews with clients to determine if their objectives were met and that expectations were exceeded. We also keep abreast of changes within the client's industry and will periodically issue electronic alerts (E-lerts) to clients advising them of changing regulations and how new regulations might impact their company.

Attorney Recognitions

GrayRobinson attorneys are recognized for their legal services by leading publications that conduct annual reviews within the legal industry.

- In 2014, GrayRobinson was recognized by *Law360* as one of the seven Florida Powerhouses in the publication's inaugural Regional Powerhouses series;
- In 2014, Five GrayRobinson offices and 33 practice groups were named to the *U.S. News & World Report Best Lawyers* 2015 "Best Law Firms" list;
- In 2014, 64 attorneys were listed as *Best Lawyers®* and of those attorneys, six were named *Lawyer of the Year*;
- In 2014, 23 attorneys were recognized by *Florida Trend*'s Legal Elite;
- In 2014, 58 attorneys were named Florida *Super Lawyers* and another 18 were named Florida *Super Lawyers* "Rising Stars";
- In 2014, 22 attorneys and 7 different practice groups were recognized by *Chambers USA*. (Chambers & Partners issue publications that list the top lawyers in 175 countries, based on 14,000 interviews conducted by Chambers researchers);
- In 2014, GrayRobinson's Tampa litigation team was named "Litigation Department of the Year" by the *Daily Business Review*;
- In 2014, GrayRobinson was awarded "Top Law Firm" and 15 "Top Lawyers" by *South Florida Legal Guide*; and
- In 2013, GrayRobinson was named a "Go-To Law Firm" for Fortune 500 Companies by ALM, the publisher of *Corporate Counsel* and *The American Lawyer*.

The Martindale-Hubbell Law Directory has also given GrayRobinson its highest rating: AV® which is based on case results and confidential recommendations from lawyers and judges that have worked with our attorneys.

Firm History

- GrayRobinson's strength is built upon the collective histories of our offices across the state. Our roots run deep in each community we serve. As we have expanded across Florida, we have added to the foundations laid by prestigious law firms in Boca Raton, Fort Lauderdale, Gainesville, Jacksonville, Key West, Lakeland, Melbourne, Miami, Naples, Orlando, Tallahassee and Tampa.

- We have forged our own path, creating a firm that best serves our clients and our communities. As we have grown, we have remained committed to keeping small-firm qualities, including the ability to work expeditiously on behalf of our clients and respond quickly to their needs. In addition, we have promised to work with conviction and compassion and to embrace our community as a matter of mission as well as passion.

- **In 1970**, Richard Adams, Charles Gray, Gordon Harris and Richard Robinson join their practices to become Gray, Adams, Harris & Robinson P.A.

- **In January 1990**, the firm expands its presence on Florida's Space Coast by merging with Kirschenbaum and Peeples, an established Brevard County firm.

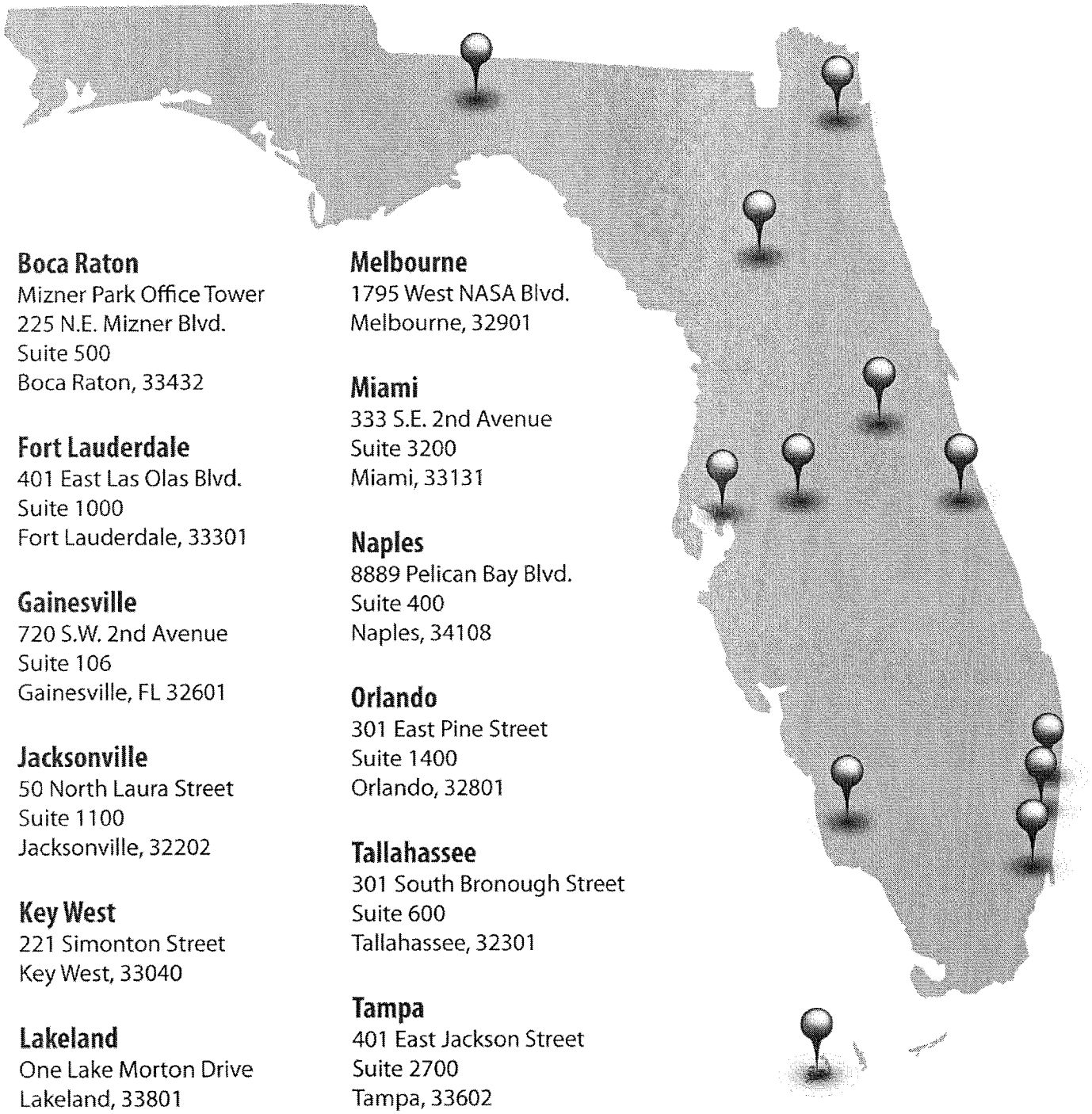
- **In January 1996**, GrayRobinson merges with the Melbourne firm of Nohrr & Nohrr. A few months later, the firm moves its Brevard County headquarters to Melbourne.
- **In February 1996**, the firm continues its statewide expansion, establishing an office in Tallahassee to create a permanent presence in the state capital and further expand the firm's state governmental practice.
- **In August 2000**, the firm adds more depth to the firm's capabilities and expertise in the state's capital by adding six additional attorneys to the Tallahassee office.
- Expanding into the Tampa market in **September 2000**, the firm merges with Shackleford, Farrior, Stallings & Evans, a firm with nearly a century of history in Tampa. The merger solidifies the combined firm's presence along the "Interstate 4 Corridor" - a magnet for a number of new companies and industries.
- **In January 2001**, GrayRobinson merges with Lane, Trohn, Bertrand & Vreeland. Formed in 1926, it is one of the largest firms in Lakeland.
- **In December 2003**, GrayRobinson establishes its Key West office.
- **In August 2004**, GrayRobinson opens its office in Naples.
- **In November 2004**, GrayRobinson opens its Jacksonville office.
- **In June 2005**, the firm opens its office in Fort Lauderdale.
- **In October 2007**, the firm continued its strategic expansion across Florida, with the opening of its Miami office.
- **In January 2013**, GrayRobinson opens its Gainesville office, strengthening the firm's Central Florida presence.
- **In April 2013**, the firm strengthened its position in South Florida by announcing its formal partnership with Siemon & Larsen. The firms officially opened the doors to a new GrayRobinson office in Boca Raton.
- **In November 2013**, GrayRobinson announced its acquisition of Hirschhorn & Bieber, P.A., a Miami-based criminal and civil white collar defense law firm. Hirschhorn & Bieber formed on January 1, 2000 and represents clients in criminal and civil white collar defense litigation.
- By continuing to add key personnel and enhance services in each of its locations, GrayRobinson has stayed well ahead of the curve in meeting the needs of business and government users of legal services. Today - with its foundation firmly grounded in the community and its vision focused on the future - GrayRobinson continues to be a major player in the state's dynamic growth.

Quick Facts

- Founded: 1970
- Attorneys: nearly 300
- Offices: 12
- Boca Raton
- Fort Lauderdale
- Gainesville
- Jacksonville
- Key West
- Lakeland
- Melbourne
- Miami
- Naples
- Orlando
- Tallahassee
- Tampa

GRAY | ROBINSON
ATTORNEYS AT LAW

GrayRobinson Offices



Boca Raton
Mizner Park Office Tower
225 N.E. Mizner Blvd.
Suite 500
Boca Raton, 33432

Fort Lauderdale
401 East Las Olas Blvd.
Suite 1000
Fort Lauderdale, 33301

Gainesville
720 S.W. 2nd Avenue
Suite 106
Gainesville, FL 32601

Jacksonville
50 North Laura Street
Suite 1100
Jacksonville, 32202

Key West
221 Simonton Street
Key West, 33040

Lakeland
One Lake Morton Drive
Lakeland, 33801

Melbourne
1795 West NASA Blvd.
Melbourne, 32901

Miami
333 S.E. 2nd Avenue
Suite 3200
Miami, 33131

Naples
8889 Pelican Bay Blvd.
Suite 400
Naples, 34108

Orlando
301 East Pine Street
Suite 1400
Orlando, 32801

Tallahassee
301 South Bronough Street
Suite 600
Tallahassee, 32301

Tampa
401 East Jackson Street
Suite 2700
Tampa, 33602

800-338-3381

GrayRobinson's Commitment to Diversity

Diversity

We are committed to excellence and we recognize that diversity of ideas and experiences is critical to fulfilling our commitment. That commitment is demonstrated in many ways: by our employment practices and policies which ensure equal opportunity and foster a discrimination and harassment free workplace; opportunities for advancement to shareholder for women and minority lawyers; and our active recruiting efforts at law schools. We continuously review our recruiting, hiring, mentoring and training practices and initiatives. Our Diversity Committee, headed by Marlene Quintana, is charged with recommending specific action that may be taken to achieve the Firm's diversity objectives and goals.

Many members of the Firm participate in leadership roles within organizations that seek to advance and promote diversity in the workplace, including:

- Mayanne Downs – Named 2014 Woman of the Year by the *Orlando Business Journal* and honored with the Rosemary Barkett Outstanding Achievement Award in 2013 from the Central Florida Association for Women Lawyers.
- Marlene Quintana – Past President of the Cuban American Bar Association in Miami and former member of the Board of Directors. CABA is one of the largest minority bar associations in the country. Marlene Quintana was also selected as the "2014 Florida Most Powerful & Influential Woman Award" Recipient by the National Diversity Council.
- Leyza Blanco – Co-chair of the International Women's Restructuring Confederation's Florida Network. She also serves as the Florida Bar Association Business Law Section Diversity Committee Vice-Chair.
- Grace Yang – Named to the 2013 Lawyers of Color (LOC) inaugural Hot List.
- Sarah Reiner – Past President of the Orange County Association of Women's Lawyers.
- Gary Resnick – Member of The Florida Bar's Diversity and Inclusion Committee.
- Rebecca Rodriguez – Member of Hispanic Unity of Florida.

We also have attorneys who are part of the Women's Chamber of Commerce, the Jewish Community Center, Collier County Women's Bar Association, Hillsborough Association of Women Lawyers, the Central Florida Association of Women Lawyers, the American Israel Public Affairs Committee (AIPAC), the Hispanic National Bar Association and the Cuban American Bar Association, among other associations that promote diversity in the legal profession.

Leadership Council on Legal Diversity

GrayRobinson is a founding member of the Leadership Council on Legal Diversity. The Leadership Council, formed in 2009, is an organization of corporate chief legal officers and law firm managing partners dedicated to creating a truly diverse legal profession. The Council is committed to eliminating the impediments which preclude minorities and women from having an opportunity to perform, to succeed and to lead. GrayRobinson's membership and participation in the Council is affirmation of our commitment to diversity in the legal profession.

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Community Commitment

As a Firm deeply rooted in Florida, we believe in supporting and giving back to the communities in which we live and work each day. Innovative programs like Casual Day for a Cause has begun a tradition where employees have given generously to any number of food distribution centers, homeless shelters, children's homes, animal and wildlife charities, crisis centers, educational programs, programs for the elderly, programs for the handicapped or children facing terrible diseases, to name but a few. Since its inception, our employees have raised over $425,000.00 for important charities. In addition, Firm employees select organizations each holiday season to support by delivering toys and household necessities. The Firm also supports a number of organizations throughout the year, including, but not limited to:

- American Cancer Society
- Ann Storck Center
- Best Buddies
- Boy Scouts of America
- Civilian Military Community Foundation
- Festival of the Arts Boca
- Humane Society of Greater Miami
- Joe DiMaggio Children's Hospital Foundation
- Junior Achievement
- March of Dimes
- Miami Bridge Youth and Family Services
- Senior Friendship Center
- United Way of Miami-Dade

Assignment of Attorneys

If selected to serve as Village Attorney for the Village of Estero, GrayRobinson will utilize a "team" approach to staff the representation. Burt Saunders, as the lead attorney for Estero and with the other GrayRobinson attorney team members, undeniably has the experience and expertise to provide – cost effectively – all the legal services needed by the Village of Estero.

Burt, in the Naples office, will be the first line of communication for all matters, will attend all required Village Council meetings, and will ensure that legal work is handled or assigned to the appropriate team member and is completed effectively, efficiently and promptly. Burt will provide or oversee all legal services needed by the Village Council. He will have the assistance of an attorney in the Naples office, as well as required paralegal assistance, to help with legal matters on an as needed basis. Additional team members include Thomas A. Cloud, Amy Garrard, Lowell Walters, Frank Fleischer, and Derek Rooney.

In addition to the Village of Estero team member's expertise, Burt will have the ability to call upon the vast experience and qualifications of nearly 300 GrayRobinson attorneys. These attorneys come from various professional backgrounds, including government, private industry, and law firms. This proposal summarizes in detail the experience and expertise of several GrayRobinson lawyers who will assist, from time to time, with the countless legal issues that can affect the Village.

Municipal Law Experience

Throughout the course of its history, GrayRobinson's consistent and exceptional representation of governmental clients has served as the bedrock of its business model. This team possesses extensive experience and expertise in local government law, litigation, legislative and agency lobbying, code enforcement, real estate law, commercial transaction law, taxation and public finance, and construction law. The firm developed these skills initially while serving as the Orange County Attorney during the 70s and 80s. Since that time, the firm has represented governments, businesses, and individuals in thousands of federal, state, and local matters.

The list below outlines those public entity clients currently or recently represented by GrayRobinson.

American College of Physician Executives	Lake County
Baker County Property Appraiser	Lakeland Downtown Development Authority
	Lee County
Barefoot Bay Recreation District	Leon County
Bay County	Levy County School Board
Bay County Tax Collector	Madison County Property Appraiser
Bay Medical Center	Manatee Community College
Bradford County District School Board	Manatee County Property Appraiser
Bradford County Tax Collector	Manatee County School District
Brevard County Contractors' Licensing Board	Manatee County, Florida
Brevard County Clerk's Office	Marion County
Broward Sheriff's Office	Melbourne Airport Authority
Canaveral Port Authority	Miami Community Redevelopment Agency
Charlotte County Property Appraiser	Miami-Dade County Public Schools

Charlotte County Tax Collector	Monroe County
Central Florida Regional Transportation Authority (LYNX)	Monroe County Clerk of Court
Citizens Property Insurance Corporation	Monroe County Tax Collector
Citrus County	Monroe County Property Appraiser
Citrus County Property Appraiser	Munroe Regional Health System
City of Boynton Beach	Naranja Lakes Community Redevelopment Agency
City of Bunnell	North Brevard Country Hospital District
City of Cape Coral	North Brevard County Hospital District, d/b/a Parrish Medical Center
City of Coconut Creek	North Broward Hospital District, d/b/a Broward Health
City of Coral Gables	North Miami Beach Community Redevelopment Agency
City of Deerfield Beach	North Miami Community Redevelopment Agency
City of Deland	North Naples Fire Control District
City of Doral	Orange County
City of Dunedin	Orange County Library District
City of Ft. Meade	Orange County Property Appraiser
City of Ft. Myers	Orange County Sheriff, Office of
City of Groveland	Osceola County Tax Collector
City of Hialeah	Palm Bay Utilities
City of Hollywood	Palm Beach State College
City of Key West	Pasco County Medical Center
City of Kissimmee	Pasco County Property Appraiser
City of Lakeland	Pasco County School Board
City of Largo	Pasco County, FL
City of Longwood	Pinellas County Housing Authority
City of Melbourne	Pinellas County Sheriff's Office
City of Miami	Pinellas Suncoast Transit Authority (PSTA)
City of Miramar	Polk County
City of Naples	Polk County Tax Collector
City of North Miami	Putnam County Property Appraiser
City of North Miami Beach	Ringling College of Art and Design
City of Ocoee	Sarasota Manatee Airport Authority
City of Orlando	Sarasota Memorial Hospital
City of Oviedo	Sebastian Inlet District
City of Palm Bay	Secretary of State for Foreign & Commonwealth Affairs
City of Pembroke Pines	Seminole County Property Appraiser
City of Pinellas Park	Seminole State College of Florida
City of Pompano Beach	South Bay Community Development District
City of Port St. Lucie	South Broward Hospital District d/b/a Memorial Health System
City of South Pasadena	Southwest Florida Water Management District
City of St. Pete Beach	St. Johns County Property Appraiser

City of Tampa	St. Lucie County
City of Valparaiso	St. Lucie County Clerk of Court
City of Wauchula	St. Lucie County Property Appraiser
City of Winter Park	St. Lucie County Tax Collector
Clearwater Cay Community Development District	St. Petersburg College
Collier County	
Eastern Florida State College	Tampa Bay Water
Emerald Coast Utilities Authority	Tampa Port Authority
Escambia County Tax Collector	Taylor County Property Appraiser
First Florida Governmental Financing Commission	Taylor County Supervisor of Elections
Flagler County Property Appraiser	Taylor County Tax Collector
Florida Agricultural and Mechanical University (FAMU)	Tohopekaliga Water Authority
Florida Department of Financial Services, Division of Risk Management	Town of Atlantis
Florida Department of State	Town of Belleair
Florida Gulf Coast University	Town of Howey-in-the-Hills
Florida Hospital College of Health Science	Town of Lantana
Florida House of Representatives	Town of Manalapan
Florida Insurance Guaranty Association	Town of Medley
Florida Keys Mosquito Control District	Town of Melbourne Beach
Florida Lottery	Town of Montverde
Florida Prepaid College Foundation, Inc.	Town of Palm Beach
Florida State College at Jacksonville	Town of South Palm Beach
Florida State University	Town of Surfside
Florida State University Research Foundation, Inc.	Town of Windermere
Gilchrist County School Board	University of Central Florida
Hallendale Beach Community Redevelopment Agency	University of Florida Board of Trustees
Health Care District of Palm Beach County - District Hospital Holdings, Inc. d/b/a Lakeside Medical Center	University of North Florida
Hideaway Beach District	University of South Florida
Highlands County Tax Collector	University of South Florida Research Foundation
Hillsborough Area Regional Transit (HART)	Valencia College
Hillsborough County School Board	Village of Palm Springs
Indian River State College	Village of Palmetto Bay
Jackson County Property Appraiser	Volusia County Schools

Relevant Experience

In additional to legal services, GrayRobinson is retained to lobby the Florida legislature on behalf of many municipal clients. Historically, *Florida Trend* rates GrayRobinson as a top Florida lobbying firm. Of these firms, ours is the only firm that is also a full-service practicing law firm. While our firm takes pride in this kind of success, achieving it has become increasingly more difficult in Tallahassee. Simply, many lobbyists will claim to have the necessary "access" to the legislators, but in reality, they do not. The GrayRobinson team does and takes pride in offering a level of access that many, most, cannot provide. The legislators are only in Tallahassee for 60 days, while some lobbyists are there the full 365. Our team takes pride in being in these legislators' communities the other 305 days of the year by leveraging the resources of our twelve offices across the state. We are not just lobbyists in many of the legislators' eyes – we are constituents. And that, with the hard work our team puts into representing our clients, leads to successes year in and year out.

Below you will find a description of major successes from the past three years. We do not take for granted that the legislature will "rubber stamp" any of our clients' asks and needs and we therefore always strive to go the "extra mile" (implementing all of the maxims described in greater detail below) in order to best position our clients for success.

Successes in 2014

- On behalf of the **City of Key West** we secured $50,000,000 to the Florida Keys Wastewater Treatment Plan and successfully lobbied for the passage and approval of legislation that designated the *Schooner Western Union*, currently harbored in Key West, as the official Flagship of the State of Florida. This designation will bolster tourist visits to the City of Key West and enhance our State's capitol walls.
- On behalf of the **City of Orlando** GrayRobinson lobbied for economic development, transportation, home rule, and public safety issues.
- On behalf of the **North Broward Hospital District** and **South Broward Hospital District** we monitored/lobbied legislation on numerous hospital/health care issues including, but not limited to: certificate of need legislation, ambulatory surgical centers, claim bills, tort reform and trauma centers.
- On behalf of **Collier County**, we worked on an economic development project called the Collier County Soft Landing Accelerator in the amount of $2.5 Million. We also secured funding for the **University of Florida** IFAS center in Immokalee for agricultural research.
- On behalf of **Lee County**, we successfully added to the budget five water projects totaling $2.7 Million. In addition, we solicited FGCU to assist in the funding of the Emergent Technologies Institute in the amount of $7 Million. This is a joint FGCU / Lee County economic development and research project.
- On behalf of the **Canaveral Port Authority** we passed a local bill to update the special act under which the port is created/empowered.
- For the **City of Orlando** we successfully passed the pro sports stadium legislation.

Successes in 2013

- **Bringing Professional Sports to Florida** - On behalf of the **City of Orlando and Orlando City Soccer,** we advanced a proposal to modify Florida's economic incentive approach to professional sports while simultaneously paving the way to bring professional soccer to Florida.
- **Funding for Infrastructure** - On behalf of the **City of Oviedo,** we leveraged relationships within the FDOT to secure and expedite state funding for a major road project in the city that lacked sufficient dollars to complete Phase 1 and begin Phase 2.
- **Additional Funding** - For the benefit of **Naples Community Hospital**, we successfully lobbied for and obtained proviso language which secured additional funding.
- **Additional Funding** - On behalf of **North Naples Fire Control and Rescue District**, we blocked attempts to delete line item funding and successfully secured $150,000 for the area's Hazmat team.
- **Expanded Tax Refund Programs** - On behalf of **Lockheed Martin,** we passed legislation that removed the lifetime caps in the Qualified Defense and Space Contractor Program and the Qualified Target Industry Tax Refund Program.
- **Resolving Budget Issues** - For **Collier County Clerk of Courts,** along with the Florida Clerk of Courts lobbying team, we successfully lobbied the Legislature to provide a long-term resolution to the state Clerk of Court's budget issues.
- **Increased Funding** - Lobbied successfully for a $1,000,000.00 appropriation for **Florida's Vision Quest, Inc. (FVQ),** a Florida not-for-profit that provides free eyeglasses and exams to needy children. FVQ partners with school personnel and county health departments to identify at-risk children in need of vision care.
- **Shands Teaching Hospital & Clinics, Inc.** - Successfully lobbied for appropriation of $14 million in diagnosis-related groups (DRG) transition dollars to aid in Medicaid reform expansion.
- **Associated Builders and Contractors of Florida (ABC of Florida)** – We successfully passed two major priority bills that for years had languished in the legislative process prior to our engagement. The first modifies existing public safety statutes to create a uniform statewide identification badge for non-instructional personnel on school grounds. The bill increases safety for students/teachers, provides predictability for businesses, and saves taxpayer dollars by cutting duplicative regulation. The second bill establishes a uniform set of standards and criteria for the establishment of Public Private Partnerships (PPPs) at political subdivisions around the state. Prior to this bill's passage, political subdivisions (counties, municipalities, etc.) lacked the clear statutory authority to enter into PPPs and therefore they were underutilized at the local level.
- **Additional Funding** - On behalf of the **Canaveral Port Authority**, we successfully expedited the delivery of more than $24 million in state funding through the Florida Department of Transportation work program. Additionally, and also on behalf of the Port, we successfully worked to defeat a consolidation study amendment that would have created an unnecessary and undue burden.
- On behalf of the **Central Florida Hotel and Lodging Association (CFHLA),** we blocked any legislative attempts to infringe upon the integrity of the Tourist Development Tax (TDT).
- **Increased Transit Funding** - On behalf of **The Central Florida Regional Transit Authority (LYNX),** we advanced several legislative priorities and positioned them well for further consideration during the 2014 Session. Additionally we were able to, in partnership with the FDOT and transit providers around the state, increase the Transit Block Grant funding that is distributed to RTA's via a funding formula by more than $40 million for FY 2013-2014.
- **Modernizing Emergency Systems** - For **CenturyLink**, we advocated for and significantly advanced legislation to modernize Florida's Emergency 911 system and account for emerging

technology. The bill is, thanks to the efforts made during 2013, very well positioned to reach final passage in 2014.

- **Criminal Justice Reforms** - For **Christian Prison Ministries** and in partnership with the Florida Smart Justice Alliance, we advocated for and advanced groundbreaking reforms in the area of criminal justice and corrections. This multi-year endeavor continues both now and into the 2014 Session.
- **Charter School Operator** - On behalf of **Community Education Partners (CEP),** we worked to successfully pass key public education accountability measures that better reflect the student population and academic goals of alternative schools.
- **Public Seating Law Reform** - On behalf of the **Florida Jaycees,** we advanced meaningful public seating law reforms working closely with the FDOT and transit providers around the state. The effort to bring this to final passage continues during the interim period and will be a top transportation priority during the 2014 session.
- **Increased Funding** - On behalf of the **Pinellas Suncoast Transit Authority (PSTA),** we advocated for and successfully achieved a substantial increase in FDOT block grant dollars for transit authorities. Additionally, we led the effort in crafting compromise language to further govern the use of these dollars. The compromise protected the integrity of the funding while simultaneously providing the transit providers with needed clarity.
- **Funding for Homeless Veterans** - On behalf of **The Transition House**, we successfully secured a $250,000 line item in the state budget to help fund their homeless veterans treatment program in Osceola County.

Successes in 2012

- **Traffic Infraction Devices** – On behalf of the **City of Orlando and the City of Ocoee**, we successfully passed legislation that clarifies that the clerk of the courts cannot collect administrative costs on Uniform Traffic Citations ("UTCs"). This guarantees that local governments will receive their full statutory allotment of a paid citation.
- **Local Business Tax** – On behalf of the **City of Orlando, the City of Ocoee, and the City of Key West**, combined with efforts of their city lobbyists, we successfully blocked legislation which would have repealed the local business tax. This would have been a significant negative fiscal hit to local governments. Therefore, the defeat of these bills was a top priority for the Legislative Team. We fully expect this legislation to return in 2014.
- **State Flagship Designation** – On behalf of the **City of Key West**, we successfully lobbied for the passage and approval of legislation that designated the *Schooner Western Union*, currently harbored in Key West, as the official Flagship of the State of Florida. This designation has bolstered tourist visits to the City of Key West and enhanced our state's capitol walls.
- **Funding for Widening and Dredging** - On behalf of **Canaveral Port Authority**, we advocated to the FDOT and the Executive Office of the Governor for nearly $25 million in expedited funding of a critical port infrastructure project, a precursor to any further development or growth for the Port. Without the expedited funding, along with creative and visionary leadership from the state, many major economic development initiatives and regional planning/growth opportunities would have been stalled indefinitely.

- **Special District Review** – On behalf of the **Orange County Library District**, we successfully lobbied the Executive Office of the Governor to indefinitely delay the review of library districts, under the Governor's Executive Order 12-10 (Review of Special Districts).
- **New Facility Funding** – On behalf of **Devereux Foundation**, we successfully secured funding in the amount of $600,000 through the appropriations process for a new auditorium and community events center in Brevard County. This was the first year that we, on behalf of Devereux, requested these funds and they have gone towards enhancing this great charity's work and the community at large.
- **Health Care Insurance Pooling Allowed for Non-Profit Entities** – On behalf of the **Florida Insurance Trust**, we successfully lobbied and passed an amendment to section 624.4625, *Florida Statutes*, allowing non-profit companies in Florida to enter into health insurance groups (similar to pooling) that would enable these non-profits to save on insurance premiums. This was the first time since 2006 that this section of statute had been opened and amended, and it took significant time and effort to achieve the necessary buy-in and sign-off from the perceived "trustees" of Chapter 624.
- **Ticket Legislation** – On behalf of the **Orlando Magic** and the **City of Orlando**, we successfully blocked legislation that would have placed onerous regulations on the distribution and selling of tickets at public arenas and stadiums. Our team partnered with Ticketmaster's lobbyists to prevent this legislation from being heard in its first committee reference.
- **Student Board of Governor Member** – On behalf of the **UCF Student Government Association**, we successfully blocked legislation that would have removed the right of student government presidents to elect the student member of the State University System's Board of Governors. This was an uphill battle, as this legislation was being pushed by both Florida State University and the University of Florida's student governments. Ultimately, we modified (amended) the proposed legislation in a fashion favorable to our client and even to those pushing to remove the student's right to select their representative. This amendment was the product of extensive negotiation with the other schools' lobbyists and strong pressure from key legislators in Tallahassee that took the side of our client. In the end, the students maintained their vote on the Board of Governors.
- **Arc Funding Increase** – On behalf of the **Arc of Florida**, we successfully lobbied for over a $1 million increase in funding for the Arc of Florida's (aimed at helping special needs individuals) community programs. In a year of tough budget decisions, this proved to be a tough, but worthwhile, effort.
- **Associated Builders & Contractors** – Hired to represent this statewide association just a few weeks before the start of the legislative session, we successfully moved four lengthy and complicated pieces of legislation through the committee process in both the House and Senate and even to a final (and successful) vote on the House floor. While the bills did not reach the Governor's desk by also passing on the Senate floor, the legislation in question had been filed for multiple years and had never once even received a committee hearing. Movement of these bills through the committee process was a major success for our client.
- **Department of Corrections** – On behalf of **Bridges of America, Inc.**, we successfully fought back the outright closure of two major facilities (through legislative leverage and hearings) and facilitated legislature-wide discussion on the proper role of work release and transitional center to reduce recidivism.

Successes in 2011

- **Transportation Funding for Public Transit Agencies** – On behalf of the **Pinellas Suncoast Transit Authority**, we successfully lobbied for full public transportation block grant funding in the 2011-12 budget. The total block grant funding amounted to $343.5 million, of which PSTA gets a portion due to a shared funding formula. In addition, our team coordinated high level FDOT meetings with PSTA staff to discuss funding priorities for Pinellas County.
- **Local Government** – On behalf of the **City of Ocoee**, we successfully lobbied and passed legislation that gave the City legal remedies to fix certain blighted areas in its community. Our team achieved this success by utilizing the amendment process and identifying the right bill on which to amend our language. This language will alleviate a major concern for the City of Ocoee and we were honored to champion this for them.
- **Ports Funding and Regulation** – On behalf of the **Canaveral Port Authority**, we successfully passed legislation that softens unnecessary regulations on Florida's deep water ports and creates a pool of greater funds to help all of Florida's ports prepare for the imminent completion of the Panama Canal expansion in the amount of $10 million.
- **Qualified Target Industry (QTI) Program Modification for Cities** – On behalf of the **City of Orlando**, we successfully amended Florida Statutes to clarify that in instances where a municipality is the entity providing the required local financial incentive for an economic development project under the QTI program, that it is the municipality, and not the County in which it resides, that handles all coordination with OTTED and provides the required wage-scale calculations.
- **Tourist Safety Act of 2011** – On behalf of the **Central Florida Hotel and Lodging Association**, we successfully lobbied for the passage of the "Tourist Safety Act" which provides law enforcement throughout the state with badly-needed tools to protect Florida's #1 economic engine, tourism.
- **Medical School Funding** – On behalf of the **University of Central Florida,** we successfully secured full funding in the amount of $22.1 million through the appropriations process for the UCF College of Medicine. This marked the fifth consecutive year where full funding was both needed and achieved. Achieving the requested funding was a critical victory for the new medical school as it keeps them on track for full accreditation while it continues to grow into a leader throughout the state.
- **Corporate Income Tax Credits** – On behalf of **Darden Restaurants**, we successfully amended Florida Statutes to allow for certain qualifying businesses, under certain circumstances to carry forward unused corporate income tax credits (received through the Capital Investment Tax Credit Program) for an additional ten years beyond the original life of the agreement.
- **Worker's Compensation Reform** – On behalf of the **Orlando Magic, Tampa Bay Buccaneers, Tampa Bay Rays, Tampa Bay Lightning, and Jacksonville Jaguars,** we successfully passed legislation that modernizes Florida Worker's Compensation law to protect the rights of both employees and employers when it comes to Florida-based employers who are working temporarily in another state.
- **Substance Abuse Funding** – On behalf of **Bridges of America**, we secured full requested funding for substance abuse treatment beds through the appropriations process. Through our efforts, a line item that was once severely reduced was restored in the amount of $206 million (of which Bridges of America gets a portion through contracts with Department of Corrections) before the Legislature completed their work on the budget.

Successes in 2010

- **Florida Rural Water Association** – Our team assisted the Department of Environmental Protection in securing funds for the Clean Water State Revolving Trust Fund and Drinking Water State Revolving Fund. We also participated in the passage of Senate Bill 550 by Senator Lee Constantine, a comprehensive water bill which sought to reduce pollution in waterways and springs. Our team worked with House and Senate Sponsors on SB 1752 - Jobs Bill and expedited permitting changes to section 373.4141, F.S. Finally, we monitored the federal EPA rulemaking on numeric nutrient criteria and supported a Florida legislative effort laying out a state-drive methodology and schedule for comprehensively addressing nutrients.
- **Red Light Cameras** – On behalf of the **City of Orlando** and **Lasercraft, Inc.** (red light camera company), our team served on the lead lobbying group to enact legislation that would allow counties and municipalities to use red light camera technology in the enforcement of red light camera violations. This has been an eight-year battle that culminated in the passage of a fair system that will allow Florida's roads to be safer. While there were other lobbyists working on this issue, our team participated and often led the high level meetings that crafted the final form of this legislation.
- **UCF Project Funding** – In a budget lacking revenue, few university projects received funding in 2010. Our team successfully lobbied the full funding (over $20 million) for Project Transform. This venture between UCF and Sematech (a solar power company) will expand UCF's ability to grow its local economy and increase its education capabilities. This success came about through constant contact with the budget chiefs in both the House and Senate. This access to the decision-makers is what we pride ourselves on delivering and utilizing to the advantage of our clients.
- **UCF Medical School Funding** - Despite the budget difficulties faced in the 2010 Regular Legislative Session for all aspects of state government, GrayRobinson successfully secured full funding for the newly established (and now open) University of Central Florida College of Medicine. A line item appropriation in any amount less than what was requested could have resulted in the Medical School falling off track for accreditation, and leaving the first class of students, who are now enrolled, in a state of limbo. Our efforts helped ensure that the Legislature held true to its promises to fully fund the medical school when it was established by the State's Board of Governors several years earlier.
- **Behavior Assistance Funding** – On behalf of **Central Florida Communities**, we overcame annual budget concerns that have made Behavior Assistance Funding a target for budget cutting. In 2009, our team was called in to restore this funding that had already been "zeroed out" with only two days of Session remaining. In 2010, our team was brought in early in the process, and we successfully staved off any funding cuts to these critical services for the special needs community.
- **Government Event Tax Exemption** – A little known, but valuable, tax exemption was automatically repealed from statutes in 2009. This tax exemption allowed counties and/or municipalities to conduct events at their public venues without charging a sales tax on admissions. This was put in place to avoid the "robbing Peter to pay Paul" scenario of a local government collecting taxes on its own event, only to turn it over to the state. Many communities, including the **City of Orlando**, relied on these events for revenue to support their local venues. Our team successfully lobbied this issue and restored the tax exemption without a sunset date.
- **Professional All Star Tax Exemption** – Our team served as chief lobbyist on this issue to expand the current admissions tax exemption for sporting events (Super Bowl, NCAA Final Four, Bowl Games) to the all-star games of the four major sports leagues. In such a tough financial year, legislating tax exemptions for the "rich" sports leagues is difficult, at best. Our team utilized a two-prong approach of running this as a stand-alone bill and also working the amendatory process. Both

efforts kept the legislation in play through the final week of Session, and it ultimately passed after we designed a path through the Jobs Bill.

- **Adam Pierce Act** – Perhaps the most emotional and heartwarming issue our team has worked is this legislation that fixes a loophole in the retirement system for special risk officers. Our team worked this issue for several years and finally overcame the insurmountable odds known as "fiscal negative" that typically ends any chance of success for a bill. Through determination, innovation in drafting the language to limit its fiscal impact and a little luck, our team successfully lobbied the passage of this bill that will ensure special risk officers do not lose their special risk benefits when they are catastrophically injured in the line of duty.

Biographies

Burt L. Saunders
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EXPERIENCE

Burt, a shareholder, practices in the areas of local and state government and health care law. Burt is currently the Lead Lobbyist for Lee County and Co-Lobbyist for Collier County and has many other lobbying clients. Burt has also served as a Dade County Attorney, the Collier County Attorney, and City Attorney for the City of Marco Island.

BACKGROUND

Burt served as Florida state senator for District 37 from 1998 to 2008, where he represented Collier and Lee counties. Prior to being elected to the Senate, Burt served in the Florida House of Representatives for four years and as a Collier County Commissioner for eight years.

Burt was born in Newport News, Virginia. He received his bachelor's in 1972 from the University of South Florida and his juris doctor in 1975 from the College of William and Mary. In 1978, Burt received his legum magister in ocean/coastal law from the University of Miami.

EDUCATION

- **University of South Florida, B.A.** (1972)
- **College of William and Mary, J.D.** (1975)
- **University of Miami, LL.M.** (Ocean/Coastal Law, 1978)

PROFESSIONAL

- Florida State Senator - District 37 (1998-2008)
- Florida House of Representatives, Member (1994-1998)
- Collier County Board of County Commissioners, Member (1986-1994)
- Collier County, FL, County Attorney (1982-1986)
- Dade County, FL, Assistant County Attorney (1979-1982)
- City Attorney, City of Marco Island
- The Florida Bar
- Collier County Bar Association
- Wolford School of Nurse Anesthesia, Board of Directors, Member

RELEVANT SENATE COMMITTEE ASSIGNMENTS

- Health and Human Services Appropriations, Chairman
- Health Care, Chairman
- Select Committee on Medicaid Reform
- Commerce and Consumer Services
- Environmental Preservation, Chairman

CIVIC

- Leadership Collier Foundation, Board of Directors; Leadership Development, Vice Chair
- Enterprise Florida, Inc., Board of Directors, 2002-2008
- Neighborhood Health Clinic, Inc., Advisory Board
- The Conservancy of Southwest Florida
- Project HELP, Advisory Board
- Children's Hospital of Southwest Florida Advisory Board

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EXPERIENCE

Thomas A. Cloud is a Shareholder in the law firm on GrayRobinson and is the head of the firm's Public Law Department. He has extensive state and local government experience in public infrastructure, energy, water, environmental, land use, and all aspects of utilities law. Mr. Cloud has represented a variety of land owners, developers, industrial clients, public and private utilities, individuals, and local governments. These include:

Cities:
Apopka
Atlantis
Bartow
Belleair
Cape Coral
Casselberry
Daytona Beach
Eagle Lake
Eaglewood
Groveland
Haines City
Hollywood
Howey-in-the-Hills
Kissimmee
Lakeland
Lake Mary
Lantana
Longwood
Maitland
Manalapan
New Smyrna Beach
North Port
Orlando Utilities Commission
Palm Bay
Palm Beach
Palm Springs
Polk City
Port St. Lucie
Riviera Beach
Royal Palm Beach
Sanibel
Sebastian
South Palm Beach
Space Coast League of Cities
Tampa
Umatilla
Valparaiso
Winter Park

Counties:
Bay
Brevard
Charlotte
DeSoto
Flagler
Lake
Martin
Marion
Orange
Seminole
VGMC

Mr. Cloud has extensive experience in the following areas:

Land Use/Environmental:
Comp Plans
DRIs
Rezonings
Site Plans
Impact Fees
Special Districts
Permits
Special Facility Siting
Administrative/Judicial Litigation

Utilities:
Mergers and Acquisitions
Territorial Disputes
Start Ups
Franchises
Rate Setting
System Permitting
Bulk Sales Contracts
Developer Contracts
Refundable Advance Contracts
Administrative/Judicial Litigation

BACKGROUND

Mr. Cloud is a native Floridian hailing from Lakeland, Florida. Tom has been a practicing attorney in Orlando since 1979, specializing in environmental and land use law, local government law, public utilities law, and administrative law. In his almost 30 years of practice, has handled nearly 2,000 cases in the areas of utilities, environmental, local government, land use and administrative law. In most of these cases, he has represented the interests of governmental entities. A former Assistant County Attorney for Orange County, he continues to serve as special counsel to a number of cities and counties throughout the state, and is City Attorney to the City of Haines City and the City of Fort Meade. He has authored numerous articles and made presentations on numerous utility, local government, environmental, and land use law topics to a variety of audiences around the country.

EDUCATION

- **Wake Forest University, B.A.** (*magna cum laude*, Honors in History, 1976)
- **Florida State University, J.D.** (Honors, 1979)

LECTURES AND PUBLICATIONS

- 18th FMAA Annual Seminar, Amelia Island Plantation, "Turf Wars: A Brief Study of Water and Sewer Service Area Authority and Disputes in Florida," July, 1999
- 22nd FMAA Annual Seminar, Amelia Island Plantation, "Birch Rods in the Cupboard: Municipal Franchise Purchase Options in Florida," July, 2003
- ELULS Article, "Public Facilities and Land Development Contracts," 2005
- 24th FMAA Annual Seminar, Amelia Island Plantation, "Turf Wars 2005: A Brief Study of Water and Sewer Service Area Authority and Disputes in Florida," July, 2005
- Stetson Law Review, "Birch Rods in the Cupboard: The Link Between Municipal Franchise Purchase Options and Franchise Fees in Florida" Vol. 35, No. 2, Winter 2006
- 27th FMAA Annual Seminar, Key Largo, "Standing to Sue and Florida Cities," July, 2008
- 28th FMAA Annual Seminar, Bonita Springs, "Defense of Municipal Rates in Florida," July, 2009
- Land Use Law Conference, Tampa, "Annexation and Contraction: A Brief Essay on the Florida Law of Municipal Boundaries," August, 2009

PROFESSIONAL

- Florida Bar
  - Environmental and Land Use Law Section, 1990-present
    - Executive Council, 1981-present
    - Chairman, 1987-1988
  - City, County and Local Government Law Section
- Florida Municipal Attorneys Association, Executive Council
- American Bar Association
- Selected as Florida's Legal Elite by *Florida Trend* Magazine, 2004-2005
- Selected as top attorney by *Super Lawyers*, 2006

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EXPERIENCE

Frank serves as Chair of the GrayRobinson Public Finance practice group. Frank currently serves as disclosure counsel for the Cities of Port St. Lucie, Sarasota, St. Petersburg and Tampa, Tampa Bay Water (Cities of Marco Island, St. Petersburg, Tampa and New Port Richey and Hillsborough, Pasco and Pinellas Counties), the Hillsborough County Aviation Authority, the Tampa Port Authority, the First Florida Governmental Financing Commission (Cities of Gainesville, Hollywood, Sarasota and St. Petersburg and Broward County), the University of South Florida, Reedy Creek Improvement District (Disney), the Tampa Sports Authority, Tampa General Hospital, Lakeland Regional Hospital and H. Lee Moffitt Cancer Center. He has represented numerous underwriters in municipal finance matters including bond issues for the Florida Housing Finance Corporation. In the past five years, Frank has been involved in more than $15 billion in public finance offerings. He has consistently ranked in the list of the top 100 Underwriters' and Disclosure Counsels.

BACKGROUND

After law school, Frank joined the staff of the Securities and Exchange Commission in Washington, D.C. He spent his first year and one-half in the Commission's Division of Corporation Finance and his last year and a half in the Commission's Office of General Counsel. Frank left the Securities and Exchange Commission in early 1969 to return to Boston to join the firm of Nutter, McClennen & Fish. He left that firm in late 1971 to join Bill Schifino in Tampa to form Schifino & Fleischer, P.A., a boutique securities law and public finance firm. Frank practiced with Bill for more than 32 years before joining GrayRobinson.

EDUCATION

- **The Wharton School of the University of Pennsylvania, B.S., Economics** (1960)
- **Boston University School of Law, J.D.** (1965)
- **Georgetown University Law Center, LL.M in Taxation** (1968)

PROFESSIONAL

- American Bar Association
- The Florida Bar
- Hillsborough County Bar Association
- National Association of Bond Lawyers
- Maine Bar Association
- Massachusetts Bar Association
- *Florida Trend* "Legal Elite," 2005-2009
- *Best Lawyers in America* 2003-2011
- Florida *Super Lawyers*, 2006-2010

- *Chambers USA*, Member, 2009-2010

ADMITTED TO PRACTICE

- Florida
- Massachusetts
- Maine
- First Circuit Court of Appeals
- United States Supreme Court

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EXPERIENCE

Ms. Garrard is a Shareholder in GrayRobinson's Naples office and practices primarily in the area of labor and employment law. She has handles various state, federal and agency proceedings involving allegations of discrimination, harassment, wrongful discharge, and other employment related matters. In addition to her experience in litigation, Ms. Garrard has also assisted human resource personnel in drafting corporate policies, training supervisors and managers, and handling disciplinary and discharge issues. Ms. Garrard's practice has encompassed servicing a number of public employers, including the Collier County School District, the City of Naples, the Sanibel Public Library District and a number of other special districts. In this capacity, she has handled grievance arbitrations, PERC proceedings, union negotiations and strategy. She has attended public meetings as council for the public entity, reviewed and responded to public records requests, drafted requests for proposals and drafter independent contractor and other public consultant agreements.

EDUCATION

- **Indiana University, B.S.** (1992)
- **Indiana University School of Law, J.D.** (1996)

PROFESSIONAL

- The Florida Bar
- Collier County Bar Association

CIVIC

- 2011 HR Collier President

CREDENTIALS

- Adjunct Professor, Ave Maria School of Law, Collective Bargaining, Naples, FL Fall, 2009 Semester

REPRESENTATIVE MATTERS

- Successfully defended employers in discrimination and retaliation claims in federal and state court, and before administrative agencies
- Drafted and revised employee handbooks, personnel policies, disciplinary and discharge documentation
- Represented employers in connection with enforcement of employment and non-compete agreements

- Successful representation of Fortune 500 companies in union organization drives, grievance arbitrations and unfair labor practice charges

PUBLICATIONS & PRESENTATIONS

- Gulfshore Business; *Protecting Your Assets – Know When Noncompete And Nondisclosure Agreements Are Necessary*, August 2005
- Florida Chamber of Commerce, HR Compliance Library, *Hiring, Firing and Discipline for Florida Employers*, Chapter 5, Background Checks, 2010
- Collier Building Industry Association *FLSA – Regulations, Compliance*, June 2006
- Southwest Florida Library Networking, *Revised FLSA Regulations/Compliance, Peaks and Pitfalls of Hiring Employees*, August 29, 2007
- Current Issues Facing Employers In Florida, *That's Harassment?*, April 7, 2005
- Entrepreneurs Law School at Florida Gulf Coast University –*To Employ Or Not To Employ*, January 26, 2008
- Collier Building Industry Association, *Wage/Hours Issues: The FLSA – Is Your Company Playing By The Rules?*, July 8, 2008
- Entrepreneurs Law School at Florida Gulf Coast University – *Strategies for Preventing Employee Theft*, January 31, 2009
- 74th Annual Florida Public Personnel Association Conference, *"Employment Law 101"*, July 31, 2010

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Experience

Lowell helps business owners and entities receive beneficial tax treatment for their retirement and welfare plans by working with plan administrators, the IRS, the Department of Labor, or other regulatory agencies such as the U.S. Department of Health and Human Services and the Florida Bureau of Consumer Assistance to ensure employee benefit plans are drafted and operated in compliance with the Internal Revenue Code, the Employee Retirement Income Security Act of 1974 and state law (including Florida Statutes, Chapters 110, 112, 121, 175 and 185). This includes correcting plans when an earlier error is discovered. Related experience includes advising and protecting employers and the tax status of employee benefit plans due to employee reclassifications and mergers and acquisitions (including those involving governmental entities and tax-exempt organizations).

Areas of Practice

- Affordable Care Act
- ERISA & Employee Benefits
- Exempt Organizations
- Higher Education
- Taxation

Background

Lowell was born and raised in Long Island, New York. He gained admission to the New York and New Jersey bars after graduating from Brooklyn Law School. He passed The Florida Bar after receiving his master of laws in taxation at the University of Miami School of Law. Before joining GrayRobinson's employee benefits department, Lowell was in Boca Raton, Florida, practicing in the tax department of the national full-service law firm of Butzel Long, headquartered in Detroit, Michigan. Lowell is married with two children, and he continuously strives to properly balance his devotion to his clients with his devotion to his family.

Retirement Plan Experience

- 401(a) Plans (money purchase pension plans, profit sharing plans, traditional and cash balance defined benefit plans)
- 401(k) Plans (including safe harbor, cross-tested, and automatic enrollment plans)
- 403(b) Plans (ERISA and non ERISA)
- 457(b) Plans (governmental and tax-exempt)
- 457(f) Plans
- 409A Nonqualified Plans

- 175/185 Insurance Premium Tax Share Plans
- Florida Retirement System Opt Out Plans
- Deferred Retirement Option Programs

Welfare Plan Experience

- 125 Cafeteria Plans
- ERISA-only Plans
- Wrap Documents
- NonERISA Individual or Voluntary Plans
- Medical Reimbursement Plans (HRAs, FSAs, HSAs)
- Self-insured Medical Plans
- Commercially–insured Medical Plans
- Stop-loss Insurance
- Various other Welfare Plan Arrangements (including Wellness Programs, Dependant Care Assistance Programs, Adoption Assistance Programs, Vacation Pay Conversion Programs, and Education Assistance Programs)
- Governmental Retiree Healthcare

Selected Skills

- Affordable Care Act (ACA) compliance and planning
- Plan drafting and amending
- Retirement plan mergers, acquisitions, and terminations (nongovernmental and governmental, including Florida Retirement System transfers)
- Benefit planning (tailoring welfare benefits to the individual employer)
- Benefit reductions
- Plan terminations
- Nondiscrimination
- General retirement and welfare plan compliance
- Welfare plan 5500 planning
- Welfare plan audits
- Structuring nonERISA individual or voluntary welfare benefits
- Compliance with requirements such as COBRA, HIPAA, FMLA, USERRA, ADA, ADEA, and PHSA
- Retiree Healthcare Issues
- Related employment tax issues
- Various other administrative issues

Education

- **Rutgers College of Rutgers University, B.A.** (1993)
- **Brooklyn Law School, J.D.** (1996)
- **University of Miami School of Law, LL.M.** taxation (2000)

Admissions

- Florida

Professional Associations & Memberships

- The Florida Bar
  - Labor & Employment Law Section (Publications Subcommittee)
  - Governmental Section
  - Tax Section
- Hillsborough County Bar Association
  - Labor and Employment Section
  - Tax Section
- Tampa Bay Pension Council
- Florida West Coast Benefits Council, President, 2007-2008
- New Tax Professionals Association, Co-Chair, 2006
- National Association of Public Pension Administrators, 2011-2012
- Florida Municipal Attorneys Association, 2011-present
- Florida Public Pension Trustees Association, 2004-present

Civic

- Hillsborough Education Foundation School Endowment Committee, 2009-2012
- Hillsborough County Consumer Protection Board, 2004-2007, Chairman, 2007
- Tampa Connection, 2002-2003
- Tampa Connection Alumni Association, 2003-2004
- Greater Tampa Chamber of Commerce, 2002-2004
- Leadership Tampa Bay, 2005

Presentations & Seminars

- "Why Is This Guy Still on My Health Plan," Lorman Educational Services, March 27, 2014
- "New IRS Interpretation of DROP Plans," Florida Public Trustees Association, October 2013
- "Understanding The Employer Mandate," Florida Association of Wholesale Distributors Health Care Reform Summit, October 2013
- "Do's and Don'ts of Wellness Incentives, Wallace, Welch & Willingham," Wellness Works Seminars, May 2013
- "New Rules for HIPAA and Business Associates - What BAs need to do under the law and what changes for Covered Entities," International Society of Certified Employee Benefit Specialists - Tampa Bay Chapter, April 2013
- "Federal Tax Issues With DB Plans," Florida Public Pension Trustees Association, October 2012
- "Reduce the Agony of Compliance and Increase the Thrills With a Well-designed Retirement Plan (aka Cutting Edge Issues for Governmental Retirement Plans)," Florida Public Human Resources Association, August 2012
- "Using Benefits to Attract, Retain, and Increase Employee Productivity," HR Florida, August 2012
- "Retirement Plan Fee Disclosure Requirements: What You Need to Know; What You Need to Do," GrayRobinson Employee Benefits Breakfast Series, June 2012
- "The Effect of Actuarial Assumptions aka How the Pension Actuary Is Bankrupting Your City," Florida Government Finance Officers Association, May 2012
- "Misclassifications of Workers: Why It's a Problem and What You Can Do About It," GrayRobinson Employee Benefits Breakfast Series, March 2012
- "Employee v. Independent Contractor," Community Foundation of Greater Lakeland, November 2011

- "New DOL Regulations – Who Discloses What to Whom? American Society of Pension Professionals & Actuaries," Benefits Council of Central Florida, February 2011
- "Providing Compelling, Affordable Benefits For Companies From 1-100," Community Foundation of Greater Lakeland, November 2010
- "Employee Benefits for General Tax Practitioners," The Tax Section of the Florida Bar, October 2010
- "ERISA Liability Relief: What Is Required, What to Expect, and What to Do," 401(k) Advisors' Plan Sponsor Education Series, August 2010
- "IRS Compliance Issues," Florida Public Pension Trustees Association, June 2010
- "Benefits to Increase Production and Retain Employees," The Community College Conference on Legal Issues, February 2009, 2010
- "403(b) Plan Update for Educational Organizations," The Community College Conference on Legal Issues, February 2009, 2010
- "Understanding Employer/Board Fiduciary Responsibilities for Non-Profit Retirement Plans," Gulf Coast Community Foundation of Venice, September 2009
- "Employee Benefits for the General Tax Practitioner," Florida Bar Tax Section Annual Update, February 2009
- "Using Benefits to Attract, Retain and Increase Employee Productivity," International Society of Certified Employee Benefit Specialists, January 2009
- "'Recognizing' Deferred Compensation," Community Foundation of Greater Lakeland, Educational Forum, November 2008
- "Assessing and Addressing Retiree Healthcare Costs," Florida Government Finance Officers Association, Space Coast and Gulf Coast Chapters, June 2008
- "COBRA Compliance Survival Guide," Compliance Survival: COBRA, HIPAA, and Privacy in Florida, Lorman Education Services, April 2008
- "Employer Obligations Under the New 403(b) Plan Regulations," Wallace, Welch & Willingham, April 2008
- "Providing Compelling, Affordable Benefits for Companies From 1 to 100," Entrust Seminar Series, March 2008
- "Employee Benefit Hot Topics," Florida Bar Tax Section Annual Tax Review, February 2008
- "Health Insurance and Savings - No Longer Mutually Exclusive," Sarasota-Manatee Human Resources Association, February 2008
- "Retiree Healthcare: Righting the Sinking Financial Ship," Florida Public Pension Trustees Association, Trustees School, January 2008
- "Using Benefits to Attract and Retain Employees," Community Foundation of Greater Lakeland, Educational Forum, December 2007
- "What's in Your Employee Benefits Toolbox?" Ocala Human Resource Management Association, January 2008; HR Tampa, Expo and Legal Conference, September 2007
- "Employment Lawyer's HIPAA Guide, The Checkoff," The Florida Bar Labor & Employment Law Section, June 2007
- "Taxation of Damage Awards," The Lawyer, Hillsborough County Bar Association, April 2007
- "Pensions & Social Security, Windfalls & Offsets, Florida Public Pension Trustees Association," Trustees School, October 2006
- "Misclassified Employees: Don't Forget the Fringe Benefits," The Checkoff, The Florida Bar Labor & Employment Law Section, July/August 2006
- "Social Security: The Optional Tax," Florida Public Pension Trustees Association, Trustees School, January 2006; October 2005
- "COBRA Overview," Global Labor and Employment Law Handbook, Employment Law Alliance, 2005
- "HSAs: A Potential Solution," Fall 2005 Employment Law Seminar, October 2005

- "Pension Issues Facing Public Plans," Florida Public Pension Trustees Association, June 2005

Articles & Publications

- "Misclassified Employees: Don't Forget the Fringe Benefits," *The Checkoff, The Florida Bar Labor & Employment Law Section*, 2006
- "COBRA Overview," *Global Labor and Employment Law Handbook, Employment Law Alliance*, 2005
- "When Income Is Taxed Prior to Receipt," *The Lawyer, Hillsborough County Bar Association*, 2005
- "COBRA Issues With Reimbursement Plans," *The Lawyer, Hillsborough County Bar Association*, 2005
- "Legal Overview of the Pension Plan Environment," *New Tax Professionals Association*, 2004
- "Is There a COBRA Lurking in Your Clients' Reimbursement Plans?" *The Practical Tax Lawyer*, 2004
- "Employer Obligations Towards Veterans," *The Brevard Reporter*, 2004
- "Federal Tax Update, Helping Your Clients' Businesses Succeed: Sales and Use Tax Planning," *The HCBA Young Lawyer*, 2004
- "HSAs: Tax Qualified Savings Accounts for Medical Expenses," *The Lawyer, Hillsborough County Bar Association*, 2004
- "Federal Tax Update," *Florida Public Pension Trustees Association*, 2004
- "USERRA: Employment and Retirement Rights and Obligations," *Benefitslink*, 2003

E-Lerts & Newsletters

- Employee Benefits E-lert -- ACA Waiting Period (07/08/14)
- Employee Benefits E-lert -- Health FSAs Allowed to Carryover Unused Balances (11/04/13)
- Employee Benefits E-lert -- What the Play or Pay Delay Means For Today (07/12/13)
- Employee Benefits E-lert -- All Employers Must Provide Exchange Notices to Employees by October 1 (05/17/13)
- Employee Benefits E-lert -- ACA E-lert -- Employers with Mandatory Health Coverage (05/16/13)
- ERISA & Employee Benefits E-lert -- Health Care Reform for FSA and HRA Sponsors - Part II (11/15/12)
- ERISA & Employee Benefits E-lert -- Health Care Reform for FSA and HRA Sponsors - Part I (10/24/12)
- ERISA & Employee Benefits E-Lert -- Medical Loss Ratio Rebate (09/27/12)
- ERISA & Employee Benefits E-lert -- IRS Issues Guidance on Employer-Provided Cell Phones and Clothing (01/05/12)
- Employee Benefits E-lert -- Governmental Retirement Plan Update (05/19/2011)
- Employee Benefits E-lert -- Review Your Client's Retirement Plans (03/25/2011)
- Employee Benefits E-lert -- Free IRS Webinar for Governmental Entities (01/24/2011)
- Employee Benefits E-lert -- Governmental Retirement Plan Update (11/29/2010)
- Health Care Reform E-lert -- Late Breaking Health Care Reform Update (11/19/2010)
- Employee Benefits E-lert -- OTC Reimbursement Guidelines from the IRS (09/09/2010)
- Employee Benefits E-lert -- Free IRS Webinar for Governmental Entities (07/27/2010)
- Employee Benefits E-lert -- IRS Updates 403(b) Plan Guidance for Employers (06/24/2010)
- Health Care Reform E-lert -- Update Issued on Grandfathered Plan Rules (06/18/2010)
- Employee Benefits E-lert -- IRS Investigates Tax Compliance of Local Government Entities (06/17/2010)
- Health Care Reform E-lert -- Highlights of the New Healthcare Laws Affecting Employee Benefit Plans Now or Soon (06/16/2010)

- Employee Benefits E-lert -- COBRA Exception for "Gross Misconduct" (05/28/2010)
- Employee Benefits E-lert -- Employer Liability for Investment Provider Services (05/18/2010)
- Employee Benefits E-lert -- Employer-Provided Vehicles (02/23/2010)
- Employment & Labor E-lert -- Extension of COBRA Premium Subsidy (12/28/2009)
- Employee Benefits E-lert -- Retirement Plan Update: Fiduciary Procedures (12/17/2009)
- Employee Benefits E-lert -- Revisiting Medical Expense Reimbursements (10/2009)
- Employee Benefits E-lert -- Benefits Update on FSA or HRA (09/2009)
- Employee Benefits E-lert -- COBRA Subsidy Rules (06/2009)
- Employee Benefits E-lert -- Governmental Health Plan Update (04/2009)
- Employee Benefits E-lert -- SCHIP Special Enrollment Period (03/2009)
- Employee Benefits E-lert -- COBRA Benefit Update (03/20/2009)
- Employee Benefits E-lert -- American Recovery and Reinvestment Act of 2009 - COBRA Update (02/20/2009)
- Employee Benefits E-lert -- Retirement Plans Update (01/2009)
- Employee Benefits E-lert -- Benefit Basics: 401(k) Loan Rates (10/2008)
- Employee Benefits E-lert -- Welfare Benefit Update (09/2008)
- Employee Benefits E-lert -- Group Health Plan Update (01/2008)

Derek P. Rooney
GrayRobinson, P.A.
8889 Pelican Bay Blvd., Suite 400
Naples, Florida 34108
239-598-3601
derek.rooney@gray-robinson.com

Experience

Derek Rooney practices in the areas of land use and local government law and is a Board Certified Attorney in City, County & Local Government law. Derek represents private and government clients on questions of general municipal law, land use and public-private partnerships.

Derek currently serves as Town Attorney for the Town of Fort Myers Beach; as counsel to the Charlotte County Industrial Development Authority, the Lee County Metropolitan Planning Organization, the Area Agency on Aging for Southwest Florida; and as special counsel to a number of other local government entities. He previously served as an Assistant County Attorney in the Charlotte County Attorney's Office, where he had a multi-disciplinary practice involving land use, real estate and land development, environmental law, municipal finance and economic development.

While he has represented clients throughout the state, Derek focuses on the needs of Southwest Florida and primarily practices in Charlotte, Collier, Desoto, Glades, Hendry, Lee and Sarasota counties. As a litigator, Derek concentrates on prosecuting and defending land use decisions before Florida courts, the Division of Administrative Hearings and a variety of state and local bodies. He also has extensive experience with claims under the Bert J. Harris, Jr., Private Property Rights Protection Act.

Areas of Practice

- Government
- Land Use

Background

Derek is originally from Fort Lauderdale but grew up in Deland, Florida. He has lived in Punta Gorda with his wife and son since 2007 after returning to Florida from Washington, D.C.

Education

- **Florida International University, B.A.**, (2002)
- **American University, Washington College of Law, J.D.** (2006)

Admissions

- Florida
- District of Columbia

Professional Associations & Memberships

- The Florida Bar
  - Board Certified in City, County & Local Government Law
  - City, County and Local Government Law Section
  - Environmental and Land Use Law Section
- Florida Municipal Attorneys Association, Member

Civic

- Tiger Bay Club of Southwest Florida
- Charlotte County Law Library, Board of Trustees.

Fee Proposal

Having served on the Collier County Commission and in the State Legislature, Mr. Saunders understands the need to keep fees as low as possible. In order to accomplish that objective for the Village of Estero, GrayRobinson proposes the following fee schedule:

A retainer, to be paid monthly in arrears for services rendered in the prior month, of seven thousand five hundred dollars ($7,500) per month to cover the costs associated with having Mr. Saunders and/or another qualified attorney available at up to five monthly Village of Estero meetings, which includes the meetings of the Village Council, Local Planning Agency, and Council Workshops. This retainer will also cover the attorney's fees for the review of agenda items for legal sufficiency. Additionally, this retainer includes all phone calls to the attorneys or paralegals from the Village Council or Village Staff. There will be no charges for travel time or mileage expense for attending meetings of the Village Council, Local Planning Agency, or Council Workshops.

For all other legal services, the Firm will charge a discounted hourly rate of $215.00 per hour for Mr. Saunders and shareholders, and will charge a discounted hourly rate of $150.00 for the legal services of an associate assigned to the Village of Estero. In an effort to reduce the cost of legal services, the Firm will utilize the services of a qualified paralegal where appropriate, at an hourly rate of $125.00.

There will be times when legal experts from out of town may be called upon for specialized issues. Those legal experts will charge the reduced rate of $215.00 per hour and $125.00 per hour for any travel expense incurred for the required attendance at meetings, along with out-of-pocket travel expenses, such as airfare. These experts will only be used when pre-approved by the City Council or City Manager.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION CONFIRMING THE APPOINTMENT OF _____ AS INTERIM VILLAGE ATTORNEY; AUTHORIZING VILLAGE MAYOR TO EXECUTE AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Charter of the Village of Estero, Section 5 - Administration, Paragraph 2 provides that the Council shall appoint a Village Attorney who shall be a member of the Florida Bar in good standing, and serve as chief legal advisor to the Council and Village administrators, departments, and agencies.

WHEREAS, the Village Council of the Village of Estero has determined that it is in the best interest of the Village of Estero to appoint an Interim Village Attorney for an interim period of time until the Village Council desires to take action with regards to a permanent Village Attorney; and

WHEREAS, _____, has proposed his/her services to the Village of Estero as Interim Village Attorney with duties and responsibilities as outlined in the Village Charter.

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby confirms the appointment of _____ as the Interim Village Attorney for the Village of Estero.

SECTION TWO. The Village Council authorizes the Village Mayor to execute the Agreement with _____.

SECTION THREE. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

VILLAGE OF ESTERO, FLORIDA

By:_____

By: _____

_____
Interim City Clerk

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (C)	Prepared By: Bob Lienesch/ECCL
Agenda Section: Council Business	
Subject: Resolution Regarding Interim Finance Director	

BACKGROUND:

The timing of selecting, on a contractual basis, the Interim Finance Director is critical given the need to establish banking accounts, a line of credit, select an accounting system, establish internal financial controls, and begin the budget process for the next fiscal year.

To expedite the process, the ECCL requested proposals from three firms experienced in all aspects of Florida municipal finance, and that could provide, on a contractual basis, an Interim Finance Director. The firms included the CPA firm, Adgate, Pace and Associates (APA), and two consulting firms, Severn Trent (ST) and Government Services Group (GSG).

APA proposes to provide the services of Ms. Lisa Pace, the former Bonita Springs Finance Director. Alternatively, ST and GSG propose to identify and provide a competent Interim Finance Director working under their supervision. Bob Lienesch, the ECCL Finance Director believes that all three firms are capable of providing the service, although ST and GSG do not maintain a local office, and would be significantly more costly. Ms. Pace is a CPA, an Estero resident and the CPA firm, APA, of which she is a partner, maintains an office in Estero. The APA proposal is for hourly services, not to exceed $6,000 per month, for a minimum term of 3 months, up to December 31, 2015.

A favorable letter of recommendation of Ms. Pace was received from Carl Schwing, City Manager of Bonita Springs. Also, Mr. Ken Small, of the FLC, described her as a "good, experienced person very capable of performing the job."

Based on interviews and extensive discussions with Ms. Pace, cost considerations, the recommendations of Messrs. Schwing and Small, Mr. Lienesch recommends that the Council select Ms. Pace as the Interim Finance Director, effective as of March 17, 2015 for a term up to December 31, 2015

FUNDING SOURCE / FISCAL IMPACT:

Fees as quoted and approved by Council

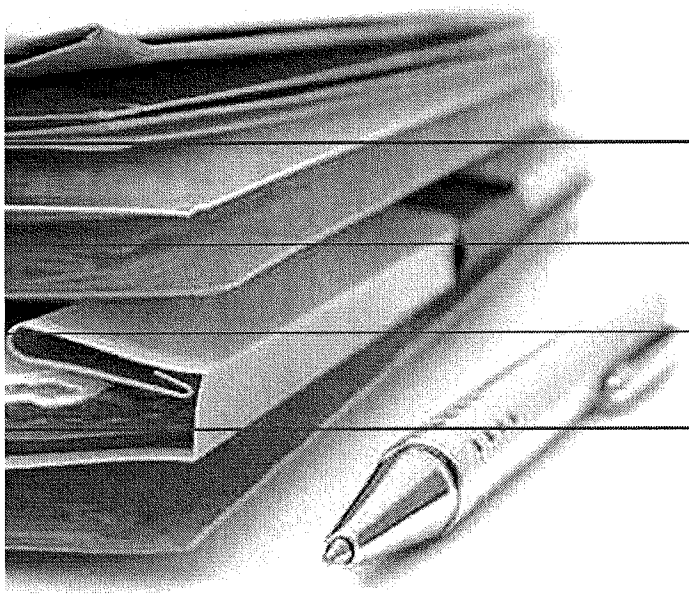
RECOMMENDATION:

Approve Resolution confirming the appointment of _____to as Interim Finance Director.

POTENTIAL MOTION:

I make a motion to approve the resolution confirming the appointment of _____ as Interim Finance Director; authorizing the Interim Village Attorney to draft necessary Agreements, and authorizing the Village Mayor to execute Agreement.

The Village of Estero



Tax Planning & Preparation

Financial Audits

Local Governmental Consulting

Bookkeeping

ADGATE, PACE
& ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Scope of Services Proposal

Presented to:
The Village of Estero
February 24, 2015

www.AdgatePaceCPA.com

About Us...

We believe in the value of relationships. Our firm views every client relationship like a partnership, and believes that our success is a result of your success.

We provide a variety of services including:

- Local Governmental Accounting and Consulting
- Income Tax Preparation for all types of businesses, and individuals
- Non-Profit Accounting
- Accounting Software; setup, support and training
- Business startup services
- Monthly bookkeeping
- Financial statements – making sure your financial records are timely and accurate

Our continual investment of time and resources in professional continuing education, state-of-the-art computer technology and extensive business relationships is indicative of our commitment to excellence.

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

10000 Arcos Avenue, Suite 102, Estero, FL 33928
Tel: 239.390.5005

Email: Lisa@AdgatePaceCPA.com
www.AdgatePaceCPA.com

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

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FORT MYERS OFFICE: 13571 McGregor Blvd. | Suite 24 | Ft. Myers | FL 33919 Tel: 239.267.1856 | Fax: 239.236.0809

February 25, 2015

Village Council Members
Village of Estero
Estero, Florida 33928

Dear Village Council Members:

The ECCL on behalf of the Village of Estero has requested proposals for the following services:

- Interim Finance Director Services
- Accounting and Bookkeeping Services

Experience that differentiates and qualifies us for this engagement:

- 1st and most recent Finance Director of City of Bonita Springs
- Recipient of Key to City of Bonita Springs for 11 years of service
- Certified Public Accountant in Florida for past 17 years
- Over 15 years in Local Government Financial Reporting and Management
- Presentation of Budget to City Council and Residents for 11 years
- Preparation and Presentation of Five Year Financial Projections for Local Government
- Recipient of Certificate of Achievement for Excellence in Financial Reporting Award
- Experienced with the Village of Estero Revenue Sources collected by Florida and Lee County
- Experienced with negotiations with Lee County and Private Sector for Services
- Estero Based Certified Public Accountant (CPA) firm
- Resident of Stoneybrook in Estero since 2010

The scope of services are outlined on the following pages, including pricing.

We are excited for the opportunity to provide financial services to the Village of Estero and are ready to commence immediately. We look forward to playing a role in establishing our new Village.

Sincerely,

Lisa Griggs Pace, CPA
Partner
Adgate, Pace & Associates, CPAs, PA

Members of: AICPA, FICPA

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Village of Estero - Scope of Services

Interim Finance Director Services

Oversees the financial operation by directing functions of accounting, budgeting, investing, and debt management. Responsible for preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

Specific Duties and Tasks:

- Managing daily cash collections and disbursements.
- Maintaining financial compliance with contractual obligations and the Village Charter.
- Designing and implementing an effective system of internal control.
- Preparing all financial statements, plans and other financial analyses requested by the Village Manager.
- Preparing requests for proposals for audit, banking, investment, financial advisory and accounting consulting services.
- Assisting in negotiation of agreements with banks, Lee County and other service providers.
- Maintaining a working knowledge of Generally Accepted Accounting Principles (GAAP), Generally Accepted Auditing Standards (GAAS), and Governmental Accounting Standards Board (GASB) pronouncements.
- Maintaining professional relationships with Village staff and members of the Village Council.
- Communicating clearly and effectively, whether orally or in writing.
- Coordinating the audit function with the independent auditor.
- Identifying and securing all revenue available to the Village.
- Identifying cost saving opportunities.
- Completing all continuing education requirements.
- Maintaining the highest standard of personal integrity.

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Village of Estero - Scope of Services

Accounting and Bookkeeping Services

Oversees the financial operation by directing functions of accounting, budgeting, investing, and debt management. Responsible for maintaining the financial books and records, preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

Specific Duties:

- Prepare and transport deposit to bank
- Recording all daily cash collections
- Maintain financial accounting system
- Maintain petty cash fund
- Processes and prepares for invoices for payment
- Assist with coding of invoices in compliance with Village Budget
- Pay any debt payments as it comes due
- Reconciles bank accounts and other financial accounts
- Conduct periodic reconciliations of various accounts
- Prepares sales tax returns and reconcile to cash collection records, if applicable
- Maintain an orderly accounting filing system
- Process payroll in a timely manner
- Identifying cost saving opportunities.
- Maintaining the highest standard of personal integrity.

Tax Planning & Preparation Financial Audits Local Governmental Consulting Bookkeeping

Lisa Griggs Pace, CPA
Adgate, Pace & Associates, CPAs, PA
E-mail: Lisa@AdgatePaceCPA.com Phone: 239.390.5005

- Certified Public Accountant in Florida for past 17 years
- Over 15 years in Local Government Financial Reporting and Management
- 1st Finance Director of City of Bonita Springs
- Recipient of Key to City of Bonita Springs for 11 years of service as 1st Finance Director
- Presentation of Budget to City Council and Residents for 11 years
- Preparation and Presentation of Five Year Financial Projections for Local Government
- Recipient of Certificate of Achievement for Excellence in Financial Reporting Award
- Experience as Independent Auditor for Local Governments, Fire Control Districts, Non-Profit Entities, Local Businesses, and Homeowners Associations.
- Consultant for Local Governments, Fire Control Districts, Non-Profit Entities, Local Businesses, and Homeowners Associations
- Relocated to Fort Myers in 1989 from South Carolina

Past Relevant Professional Experience:

City of Bonita Springs, Florida **November 2005-January 2015**
Finance Director
Oversees the financial operation of the City by directing functions of accounting, budgeting, investments and debt management. Responsible for preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

City of Bonita Springs, Florida **December 2003-November 2005**
Deputy Treasurer
Oversees the financial operation of the City by directing functions of accounting, budgeting, investments and debt management. Responsible for preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

Schultz, Chaipel & Co., LLC, Fort Myers, Florida **January 2000 – December 2003**
Senior Staff Accountant- Responsible for management of staff assigned to various engagements. Planning and performing of audits and reviews including drafting of financial statements for local governments, non-profits and for profit entities, tax returns and projections for corporations, partnerships, individuals and non-profit entities including assistance with general ledger maintenance, maintaining depreciation schedules, assistance with preparation of clients represent various industries including marinas, construction companies, law firms, and various other entities.

Briant & Girardin, PA, Naples, Florida **June 1998-January 2000**
Staff Accountant – Responsible for planning and performing of audits including drafting of financial statements for non-profit, for profit and common interest realty associations (CIRA) entities including turnover audits tax returns and projections for corporations, individuals and non-profit entities including state and local filings, consulting for non-profit, for profit and CIRA entities, various audit and tax research projects and agreed upon procedures.

Lisa Griggs Pace, CPA
Adgate, Pace & Associates, CPAs, PA
E-mail: Lisa@AdgatePaceCPA.com Phone: 239.390.5005

...continued

Credentials and Education:

Certified Public Accountant	Issued November 1997
Series 7 Securities License	Issued December 1996 (dormant since 1997)
Bachelor of Science, Accounting	University of South Florida, Tampa, Florida, May 1994

Computer Software Knowledge and Skills:

Acquired, Planned and Implemented two new Financial Reporting and Budgeting Software products for Local Governments. Skills including but not limited to: Tyler (Encode), MainStreet accounting software, ProFx Audit vision, Creative Solutions depreciation software, Creative Solutions write-up software, Accountant's Trial balance (ATB), QuickBooks, Skyline accounting software, Profx tax preparation software, Creative solutions depreciation software, CCH tax research program, BNA research programs, Microsoft Excel and Word and other windows programs.

Professional and Civic Affiliations:

- Past Board Member of Secretary of Southwest Florida Chapter of the Florida Institute of Certified Public Accounts
- Alumni Class of 2002 Leadership Lee County
- Relay for Life of Estero & Bonita - Accounting Chair 2014 & 2015
- Member of the American Institute of Certified Public Accountants
- Member of the Florida Institute of Certified Public Accountants
- Member of the Government Finance Officers Association
- Member of the Southwest Florida Government Officers Association
- Member of Oak River Church

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

TAX PLANNING & PREPARATION FINANCIAL AUDITS LOCAL GOVERNMENTAL CONSULTING BOOKKEEPING

ADGATE, PACE
& ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Village of Estero
Scope of Services - Budget Proposal

Interim Finance Director Services

Local Government Hourly Rate ..... $ 100
Less Preferred Client Discount ..... (25)

Net Hourly Cost ..... $ 75

Not to exceed $6,000. per month - Estimated 20 hours per week
Contract Length: Intitial term of 3 - 8 months

Accounting and Bookkeeping Services

Local Government Hourly Rate ..... $ 50
Less Preferred Client Discount ..... (10)

Net Hourly Cost ..... $ 40

Not to exceed $3,800. per month - Estimated 24 hours per week
Contract Length: Intitial term of 3 - 8 months

Tel: 239.390-5005
www.AdgatePaceCPA.com

City of Bonita Springs Florida
Small Town Charm. Big Bright Future.

9101 Bonita Beach Road
Bonita Springs, FL 34135
Tel: (239) 949-6262
Fax: (239) 949-6239
www.cityofbonitasprings.org

Ben L. Nelson, Jr.
Mayor

Stephen S. McIntosh
Council Member
District One

Janet Martin
Council Member
District Two

Steven Slachta
Council Member
District Three

Peter Simmons
Council Member
District Four

Michael Gibson
Council Member
District Five

William C. Lonkart
Council Member
District Six

Carl L. Schwing
City Manager
(239) 949-6267

Audrey E. Vance
City Attorney
(239) 949-6254

City Clerk
(239) 949-6247

Public Works
(239) 949-6246

Code Enforcement
(239) 949-6257

Parks & Recreation
(239) 992-2556

Community Development
(239) 444-6150

February 27, 2015

To Whom It May Concern:

It is my pleasure to recommend Mrs. Lisa Pace to provide financial services. As City Manager of the City of Bonita Springs, I had the pleasure of working with Mrs. Pace in her capacity as Finance Director of the City. She was dedicated, knowledgeable and was trusted not only by members of the city staff, but also the elected officials. Under her leadership, the City was not only able to operate under the "Government Lite" philosophy, but did so with substantial reserves in order to handle unforeseen circumstances or Council directed projects with a prudent eye towards fiscal responsibility and care. So successful has the city been at this form of operating, that Bonita Springs' ad valorem tax rate represents only 5% of the total tax bills paid by residents and businesses.

Because of Lisa's experience and credentialing (licensed CPA in the State of Florida), each year when the independent auditor arrived, everything was in such good order that the field work was only four (4) days and the audit opinion and management letter were always clean. Further, the City saved money on the independent audits because all the financial statements were prepared by Lisa and her team, allowing the audit firm to concentrate on really auditing – not statement preparation.

Just this past year, Lisa and her team implemented a new financial software package. The transition was so seamless that staff hardly noticed. This is rare indeed. Now that the software is operating, the new reports and processes only add to the City's control and data management.

In short, Lisa is all about accuracy, responsibility, accountability and quality. I would highly recommend her for any financial service you might require.

Should you have questions regarding this, please do not hesitate to contact me.

Sincerely,

Carl L. Schwing,
City Manager

ADGATE, PACE
& ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

ADGATE, PACE & ASSOCIATES, CPAs, PA
WWW.ADGATEPACECPA.com

ESTERO OFFICE: 10000 Arcos Avenue | Suite 102 | Estero | FL 33928 | Tel: 239.390-5005 | Fax: 239.390-5003
FORT MYERS OFFICE: 13571 McGregor Boulevard | Suite 24 | Fort Myers | FL 33919 | Tel: 239.267.1856 | Fax: 239.236.0809

March 8, 2015

Village Council Members
Village of Estero
Estero, FL 33928

We are pleased to confirm our understanding of the independent contractor services we are to provide for Village of Estero (the "Village"). We will perform agreed upon services as Interim Finance Director.

Our services will be made in accordance with auditing standards generally accepted in the United States of America, specifically AT Section 201 of the AICPA Professional Standards, where applicable, and in accordance with Florida law, where applicable. Because the above services do not include or constitute an audit conducted in accordance with auditing standards generally accepted in the United States of America, we will not express an opinion on any of the financial statements, accounts, or items referred to above.

We were not engaged to and will not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we will not express such an opinion. If we perform additional procedures or conduct an audit of the financial statements in accordance with auditing standards generally accepted in the United States of America, matters might come to our attention, which would be reported to you.

Our fees for these services will be as outlined below. We will bill you every week as the work progresses, and all invoices are payable upon presentation.

Our fee commitment to the Village is as follows:

Lisa Pace $75 per hour *

*Monthly billings will not exceed $6,000 (approximately 20 hours per week) without approval by the Village Manager or Village Council. The initial minimum term of these services will be three (3) months and may continue until December 31, 2015. Thereafter, services may be provided on an as needed basis.

We will make every effort to maximize efficiency and minimize hours.

ADGATE, PACE
& ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

We reserve the right to withhold our services if any invoice goes unpaid for 60 days; and if the matter is not successfully resolved upon demand, to take all necessary legal action to recover the amount due us with the successful party in any litigation being entitled to recover their attorney fees and costs.

Parties to this engagement agree that any dispute that may arise regarding the meaning, performance, or enforcement of this engagement will, prior to resorting to litigation, be submitted to mediation upon the written request of any party to the engagement. All mediations initiated as a result of the engagement shall be administered by a mediator who is approved by the Twentieth Judicial Circuit Court's Mediation Department. The results of this mediation shall be binding only upon the agreement of each party to be bound. Costs of any mediator shall be shared equally by both parties.

We appreciate the opportunity to be of service to you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign and return to us.

An executed copy of the agreement that is electronically transmitted to the parties will be the equivalent of an executed original.

The effective date of the independent contract is March 17, 2015.

Sincerely,

Lisa Pace

Lisa G. Pace, CPA

Acceptance:
Agreed and accepted by Village of Estero

Signature: _____

Date: _____

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION CONFIRMING THE APPOINTMENT OF _____ AS INTERIM VILLAGE FINANCE DIRECTOR; AUTHORIZING THE INTERIM VILLAGE ATTORNEY TO DRAFT AGREEMENT; AUTHORIZING VILLAGE MAYOR TO EXECUTE AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, the Village Council of the Village of Estero has determined that it is in the best interest of the Village of Estero to appoint an Interim Village Finance Director until the Village Manager provides for a permanent Finance Director; and

WHEREAS, _____, has proposed his/her services to the Village of Estero as Interim Village Finance Director.

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby confirms the appointment of _____ as the Interim Village Finance Director for the Village of Estero.

SECTION TWO. If needed, the Village Council authorizes the Interim Village Attorney to draft an Agreement for services based upon the discussion of Village Council during the March 17, 2015 Council meeting.

SECTION THREE. The Village Council authorizes the Village Mayor to execute the Agreement with _____.

SECTION FOUR. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

VILLAGE OF ESTERO, FLORIDA

By:_____

By: _____

_____
Interim City Clerk

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (D)	Prepared By: Bob Lienesch/ECCL
Agenda Section: Council Business	
Subject: Resolution Regarding Accounting and Bookkeeping Services	

BACKGROUND:

The Council is urged to ask the Village Manager to ensure the engagement of an Accounting and Bookkeeping Service which is experienced in Florida municipal finance. This is to ensure competent and complete government-mandated financial record keeping from the outset, and begin the budgeting process to enable timely issuance of TRIM notices. This firm will maintain initial accounting and reporting system for the Village, subject to such approval as the Interim Village Manager may require.

ECCL representatives considered proposals from the consulting firms of ST and GGS, and the CPA firm, APA, as described under the heading, Interim Finance Director.

If a CPA firm is selected to provide this service, that firm would be precluded from performing the annual audit.

Based on a review of proposals, interviews, cost considerations, and the location of the service in Estero, Mr. Lienesch recommends the engagement of APA as the provider of Accounting/Bookkeeping Service, under the supervision of Ms. Pace. The engagement letter calls for billing on an hourly basis, not to exceed $3,800 per month, for an initial term of nine months.

FUNDING SOURCE / FISCAL IMPACT:

Fees as quoted and approved by Council

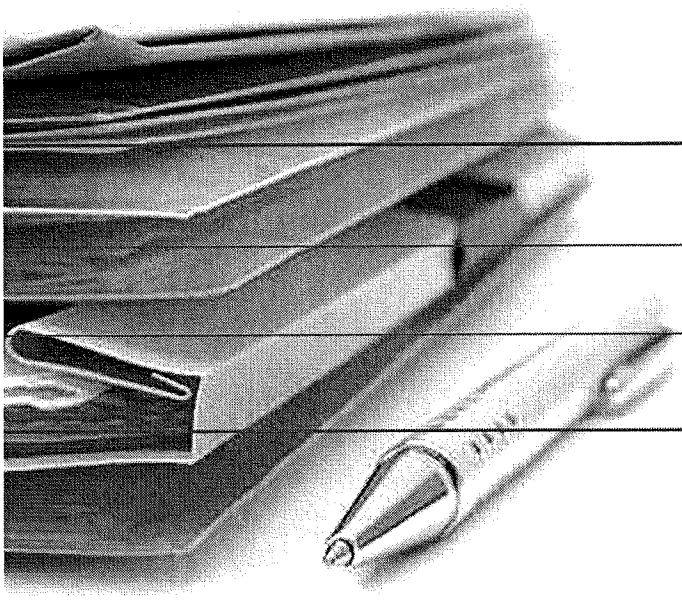
RECOMMENDATION:

Approve Resolution confirming the appointment of _____to provide accounting and bookkeeping services.

POTENTIAL MOTION:

I make a motion to approve the resolution confirming the appointment of _____ to provide accounting and bookkeeping services; authorizing the Interim Village Attorney to draft necessary Agreements, and authorizing the Village Mayor to execute Agreement.

The Village of Estero



Tax Planning & Preparation

Financial Audits

Local Governmental Consulting

Bookkeeping

ADGATE, PACE
& ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Scope of Services Proposal

Presented to:
The Village of Estero
February 24, 2015

www.AdgatePaceCPA.com

About Us...

We believe in the value of relationships. Our firm views every client relationship like a partnership, and believes that our success is a result of your success.

We provide a variety of services including:

- Local Governmental Accounting and Consulting
- Income Tax Preparation for all types of businesses, and individuals
- Non-Profit Accounting
- Accounting Software; setup, support and training
- Business startup services
- Monthly bookkeeping
- Financial statements – making sure your financial records are timely and accurate

Our continual investment of time and resources in professional continuing education, state-of-the-art computer technology and extensive business relationships is indicative of our commitment to excellence.

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

10000 Arcos Avenue, Suite 102, Estero, FL 33928
Tel: 239.390.5005

Email: Lisa@AdgatePaceCPA.com
www.AdgatePaceCPA.com

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Adgate, Pace & Associates, CPAs, PA
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FORT MYERS OFFICE: 13571 McGregor Blvd. | Suite 24 | Ft. Myers | FL 33919 Tel: 239.267.1856 | Fax: 239.236.0809

February 25, 2015

Village Council Members
Village of Estero
Estero, Florida 33928

Dear Village Council Members:

The ECCL on behalf of the Village of Estero has requested proposals for the following services:

- Interim Finance Director Services
- Accounting and Bookkeeping Services

Experience that differentiates and qualifies us for this engagement:

- 1st and most recent Finance Director of City of Bonita Springs
- Recipient of Key to City of Bonita Springs for 11 years of service
- Certified Public Accountant in Florida for past 17 years
- Over 15 years in Local Government Financial Reporting and Management
- Presentation of Budget to City Council and Residents for 11 years
- Preparation and Presentation of Five Year Financial Projections for Local Government
- Recipient of Certificate of Achievement for Excellence in Financial Reporting Award
- Experienced with the Village of Estero Revenue Sources collected by Florida and Lee County
- Experienced with negotiations with Lee County and Private Sector for Services
- Estero Based Certified Public Accountant (CPA) firm
- Resident of Stoneybrook in Estero since 2010

The scope of services are outlined on the following pages, including pricing.

We are excited for the opportunity to provide financial services to the Village of Estero and are ready to commence immediately. We look forward to playing a role in establishing our new Village.

Sincerely,

Lisa Griggs Pace, CPA
Partner
Adgate, Pace & Associates, CPAs, PA

Members of: AICPA, FICPA

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Village of Estero - Scope of Services

Interim Finance Director Services

Oversees the financial operation by directing functions of accounting, budgeting, investing, and debt management. Responsible for preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

Specific Duties and Tasks:

- Managing daily cash collections and disbursements.
- Maintaining financial compliance with contractual obligations and the Village Charter.
- Designing and implementing an effective system of internal control.
- Preparing all financial statements, plans and other financial analyses requested by the Village Manager.
- Preparing requests for proposals for audit, banking, investment, financial advisory and accounting consulting services.
- Assisting in negotiation of agreements with banks, Lee County and other service providers.
- Maintaining a working knowledge of Generally Accepted Accounting Principles (GAAP), Generally Accepted Auditing Standards (GAAS), and Governmental Accounting Standards Board (GASB) pronouncements.
- Maintaining professional relationships with Village staff and members of the Village Council.
- Communicating clearly and effectively, whether orally or in writing.
- Coordinating the audit function with the independent auditor.
- Identifying and securing all revenue available to the Village.
- Identifying cost saving opportunities.
- Completing all continuing education requirements.
- Maintaining the highest standard of personal integrity.

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Village of Estero - Scope of Services

Accounting and Bookkeeping Services

Oversees the financial operation by directing functions of accounting, budgeting, investing, and debt management. Responsible for maintaining the financial books and records, preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

Specific Duties:

- Prepare and transport deposit to bank
- Recording all daily cash collections
- Maintain financial accounting system
- Maintain petty cash fund
- Processes and prepares for invoices for payment
- Assist with coding of invoices in compliance with Village Budget
- Pay any debt payments as it comes due
- Reconciles bank accounts and other financial accounts
- Conduct periodic reconciliations of various accounts
- Prepares sales tax returns and reconcile to cash collection records, if applicable
- Maintain an orderly accounting filing system
- Process payroll in a timely manner
- Identifying cost saving opportunities.
- Maintaining the highest standard of personal integrity.

Tax Planning & Preparation Financial Audits Local Governmental Consulting Bookkeeping

Lisa Griggs Pace, CPA
Adgate, Pace & Associates, CPAs, PA
E-mail: Lisa@AdgatePaceCPA.com Phone: 239.390.5005

- Certified Public Accountant in Florida for past 17 years
- Over 15 years in Local Government Financial Reporting and Management
- 1st Finance Director of City of Bonita Springs
- Recipient of Key to City of Bonita Springs for 11 years of service as 1st Finance Director
- Presentation of Budget to City Council and Residents for 11 years
- Preparation and Presentation of Five Year Financial Projections for Local Government
- Recipient of Certificate of Achievement for Excellence in Financial Reporting Award
- Experience as Independent Auditor for Local Governments, Fire Control Districts, Non-Profit Entities, Local Businesses, and Homeowners Associations.
- Consultant for Local Governments, Fire Control Districts, Non-Profit Entities, Local Businesses, and Homeowners Associations
- Relocated to Fort Myers in 1989 from South Carolina

Past Relevant Professional Experience:

City of Bonita Springs, Florida **November 2005-January 2015**
Finance Director
Oversees the financial operation of the City by directing functions of accounting, budgeting, investments and debt management. Responsible for preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

City of Bonita Springs, Florida **December 2003-November 2005**
Deputy Treasurer
Oversees the financial operation of the City by directing functions of accounting, budgeting, investments and debt management. Responsible for preparing the annual budget, financial planning documents, audited financial statements, and internal and external financial reports.

Schultz, Chaipel & Co., LLC, Fort Myers, Florida **January 2000 – December 2003**
Senior Staff Accountant- Responsible for management of staff assigned to various engagements. Planning and performing of audits and reviews including drafting of financial statements for local governments, non-profits and for profit entities, tax returns and projections for corporations, partnerships, individuals and non-profit entities including assistance with general ledger maintenance, maintaining depreciation schedules, assistance with preparation of clients represent various industries including marinas, construction companies, law firms, and various other entities.

Briant & Girardin, PA, Naples, Florida **June 1998-January 2000**
Staff Accountant – Responsible for planning and performing of audits including drafting of financial statements for non-profit, for profit and common interest realty associations (CIRA) entities including turnover audits tax returns and projections for corporations, individuals and non-profit entities including state and local filings, consulting for non-profit, for profit and CIRA entities, various audit and tax research projects and agreed upon procedures.

Lisa Griggs Pace, CPA
Adgate, Pace & Associates, CPAs, PA
E-mail: Lisa@AdgatePaceCPA.com Phone: 239.390.5005

...continued

Credentials and Education:

Certified Public Accountant	Issued November 1997
Series 7 Securities License	Issued December 1996 (dormant since 1997)
Bachelor of Science, Accounting	University of South Florida, Tampa, Florida, May 1994

Computer Software Knowledge and Skills:

Acquired, Planned and Implemented two new Financial Reporting and Budgeting Software products for Local Governments. Skills including but not limited to: Tyler (Encode), MainStreet accounting software, ProFx Audit vision, Creative Solutions depreciation software, Creative Solutions write-up software, Accountant's Trial balance (ATB), QuickBooks, Skyline accounting software, Profx tax preparation software, Creative solutions depreciation software, CCH tax research program, BNA research programs, Microsoft Excel and Word and other windows programs.

Professional and Civic Affiliations:

- Past Board Member of Secretary of Southwest Florida Chapter of the Florida Institute of Certified Public Accounts
- Alumni Class of 2002 Leadership Lee County
- Relay for Life of Estero & Bonita - Accounting Chair 2014 & 2015
- Member of the American Institute of Certified Public Accountants
- Member of the Florida Institute of Certified Public Accountants
- Member of the Government Finance Officers Association
- Member of the Southwest Florida Government Officers Association
- Member of Oak River Church

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

TAX PLANNING & PREPARATION FINANCIAL AUDITS LOCAL GOVERNMENTAL CONSULTING BOOKKEEPING

ADGATE, PACE & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

Village of Estero
Scope of Services - Budget Proposal

Interim Finance Director Services

Local Government Hourly Rate ..... $ 100
Less Preferred Client Discount ..... (25)

Net Hourly Cost ..... $ 75

Not to exceed $6,000. per month - Estimated 20 hours per week
Contract Length: Intitial term of 3 - 8 months

.....

Accounting and Bookkeeping Services

Local Government Hourly Rate ..... $ 50
Less Preferred Client Discount ..... (10)

Net Hourly Cost ..... $ 40

Not to exceed $3,800. per month - Estimated 24 hours per week
Contract Length: Intitial term of 3 - 8 months

Tel: 239.390-5005
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& ASSOCIATES
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FORT MYERS OFFICE: 13571 McGregor Boulevard| Suite 24 | Fort Myers | FL 33919 | Tel: 239.267.1856 | Fax: 239.236.0809

March 8, 2015

Village Council Members
Village of Estero
Estero, FL 33928

We are pleased to confirm our understanding of the independent contractor services we are to provide for Village of Estero (the "Village"). We will perform agreed upon services for Accounting and Bookkeeping.

Our services will be made in accordance with auditing standards generally accepted in the United States of America, specifically AT Section 201 of the AICPA Professional Standards, where applicable, and in accordance with Florida law, where applicable. Because the above services do not include or constitute an audit conducted in accordance with auditing standards generally accepted in the United States of America, we will not express an opinion on any of the financial statements, accounts, or items referred to above.

We were not engaged to and will not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we will not express such an opinion. If we perform additional procedures or conduct an audit of the financial statements in accordance with auditing standards generally accepted in the United States of America, matters might come to our attention, which would be reported to you.

Our fees for these services will be as outlined below. We will bill you every week as the work progresses, and all invoices are payable upon presentation.

Our fee commitment to the Village is as follows:

Staff	$40 per hour *

*Monthly billings will not exceed $3,800 (approximately 24 hours per week) without approval by the Village Manager or Village Council. The initial term of these services will be nine (9) months and may continue thereafter as needed.

We will make every effort to maximize efficiency and minimize hours.

ADGATE, PACE
& ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

We reserve the right to withhold our services if any invoice goes unpaid for 60 days; and if the matter is not successfully resolved upon demand, to take all necessary legal action to recover the amount due us with the successful party in any litigation being entitled to recover their attorney fees and costs.

Parties to this engagement agree that any dispute that may arise regarding the meaning, performance, or enforcement of this engagement will, prior to resorting to litigation, be submitted to mediation upon the written request of any party to the engagement. All mediations initiated as a result of the engagement shall be administered by a mediator who is approved by the Twentieth Judicial Circuit Court's Mediation Department. The results of this mediation shall be binding only upon the agreement of each party to be bound. Costs of any mediator shall be shared equally by both parties.

We appreciate the opportunity to be of service to you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign and return to us.

An executed copy of the agreement that is electronically transmitted to the parties will be the equivalent of an executed original.

The effective date of the independent contract is March 17, 2015.

Sincerely,

Lisa Pace

Lisa G. Pace, CPA

Acceptance:
Agreed and accepted by Village of Estero

Signature: _____

Date: _____

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION CONFIRMING THE APPOINTMENT OF _____ TO PROVIDE ACCOUNTING AND BOOKKEEPING SERVICES ON AN INTERIM BASIS; AUTHORIZING THE INTERIM VILLAGE ATTORNEY TO DRAFT NECESSARY AGREEMENTS; AUTHORIZING THE VILLAGE MAYOR TO EXECUTE AGREEMENTS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, the Village Council of the Village of Estero has determined that it is in the best interest of the Village of Estero to provide for accounting and bookkeeping services on an interim basis; and

WHEREAS, _____, has proposed services to the Village of Estero for accounting and bookkeeping services on an interim basis.

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby confirms the appointment of _____ to provide interim accounting and bookkeeping services on an interim basis to the Village of Estero.

SECTION TWO. If needed, the Village Council authorizes the Interim Village Attorney to draft an Agreement for services based upon the discussion of Village Council during the March 17, 2015 Council meeting.

SECTION THREE. The Village Council authorizes the Village Mayor to execute the Agreement with _____.

SECTION FOUR. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____ day of March, 2015.

Attest:

By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA

By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (E)	Prepared By: Bob Lienesch/ECCL
Agenda Section: Council Business	
Subject: Resolution Regarding Banking Services	

BACKGROUND:

The ECCL identified seven national banks that are "Qualified Public Depositories" with at least one fully staffed branch in Estero. Each bank was sent a Request for Proposal (RFP) to provide 1) banking services and 2) a line of credit up to $1.5M. Three banks responded – FineMark, Fifth Third and Sun Trust.

FineMark, while an excellent institution, does not provide banking services to any Florida municipalities. It is believed that the Village would be better served by establishing its first banking relationship with one experienced in providing services to municipalities. Both Fifth Third and Sun Trust have a long history of serving Florida municipalities. Fifth Third's accounts include the cities of Naples, Clermont and Maitland. Sun Trust's accounts include Sanibel and Venice. Sun Trust was the initial, and is the continuing banker, for Ft. Myers Beach.

A comparison was made of the banking fees between Fifth Third and Sun Trust. Sun Trust offers to waive bank fees for the first six months. Regardless of the waiver, the analysis shows that on an on-going basis, Fifth Third would likely be slightly more expensive. However, the cost difference was so insignificant that it is felt that banking fees should not be a differentiator.

Because the Village needs to enter into a line of credit, and the line needs to be with one of the banks, the banking relationship decision is driven by the terms and costs associated with the respective lines of credit. (Line of Credit is next Item on the Agenda).

FUNDING SOURCE / FISCAL IMPACT:

Fees as quoted and approved by Council

RECOMMENDATION:

Approve Resolution designating _____as the depository for receipt of funds and payment of debts for the Village of Estero.

POTENTIAL MOTION:

I make a motion to approve _____ as the depository for receipt of funds and payment of debts for the Village of Estero.

Strictly Private and Confidential

The Village of Estero, Florida

Banking Services and Qualified Interim Line of Credit Proposal Response

February 27, 2015

Presented by:

Joshua A. McCoy, Manatee County President
Institutional & Government Banking
Relationship Manager

Maria Roman, Vice President
Treasury Management Officer
Treasury & Payment Solutions

SUNTRUST

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II	Treasury Management Recommendations
III	Value of Treasury Services
IV	Interim Line of Credit Proposal
V	Next Steps
VI	Relationship Team
VII	Product Descriptions
VIII	SunTrust at Work
IX	Attachments *Qualified Public Depository Certificate* *Insurance Coverage Summary* *Funds Availability Policy Disclosure* *Treasury Management Master Agreement* *At a Glance – Your Treasury & Payment Solutions Team*

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I. Executive Summary

On behalf of SunTrust Bank I would like thank you for this opportunity to propose on the credit, deposit and banking services needs of The Village of Estero, Florida ("the Village"). Our team appreciates this opportunity to submit the enclosed proposal and the time your organization has provided to thoroughly review and evaluate. We are excited for the opportunity to be the Village's initial banking partner. SunTrust has first-hand experience in assisting an incorporating municipality, as we are honored to serve as the initial and ongoing banking partner of the Town of Fort Myers Beach.

Upon review of the Village's banking requirements, my team has designed a solution which will provide a streamlined account structure, automation of movement of funds to an investment solution to provide return on operating an excess funds, enhancements to online capabilities to manage payments, electronically deposit checks and protect against fraud, plus our additional value added services. It is my team's recommendation that the Village utilize an account structure for operating purposes by establishing a master account and attaching any payroll/disbursement accounts as Zero Balance Accounts (ZBA). In our recommended Public Funds Advantage NOW hybrid structure, the master account will earn a 0.50% Earning Credit Rate (ECR), which will be used to offset fees. We estimate an average annual balance of $1.6 million will be needed to offset service fees leaving the remaining estimated balance of $3.1 million to earn interest at a rate of 0.10%. Our recommendation is based on a long term view with the best interest of the Village in mind. We understand the initial year of the Village will not require the same services as a long standing municipality and that your needs and services will change and grow over the first few years. With that understanding the Bank is offering to waive all service fees for the first 6 months. Further, the Bank is willing to offer as a one year contract as requested or a 3 year contract with annual mutually agreeable contract term extensions.

In summary, we are excited to offer The Village of Estero, Florida:

1. Competitive pricing on all banking and treasury management services. Based on our pricing analysis on a comparable public funds client, our proposal provides the Village with several account structure options to maximize the benefits of offsetting fees and/or earning interest.

2. An account structure whereby the Village will receive the maximum benefit for either interest bearing or non-interest bearing balances maintained in your accounts as follows: Public Funds Advantage NOW hybrid account with an Earnings Credit Rate (ECR) floor of 50 basis points or .50% and an interest rate on excess balances of 10 basis points or .10%.

SUNTRUST

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3. Waived service fees for the first 6 months while the Village establishes its banking services at SunTrust and a $500 credit for your initial supplies order.

4. A local team of government focused professionals, dedicated to providing the Village with the highest level of service and proactive account management. This team includes a dedicated Relationship Manager, Treasury Management Officer, Relationship Specialist and an Implementation Specialist.
5. A Line of Credit with a term compliant with Florida State Statutes for credit secured by Ad Valorem tax revenue. State Statute allows debt up to 12 months be secured by Ad Valorem tax revenue absent a referendum. SunTrust would enter the relationship with the understanding the Village would want to maintain a 12 month line of credit over a 3 year period.
6. An option to establish the line of credit as a taxable or tax-exempt facility. Our team understands the expense to obtain a qualified legal opinion that a credit facility meets requirements of a tax-exempt issuance on average cost $12,000 to $20,000. This cost for legal opinion often steers our government clients towards taxable facilities for credit facilities under 3 years and $5,000,000 due to the all-in cost of issuing tax-exempt debt due to legal fees.

SunTrust Banks, Inc., with assets of $190.3 billion, is one of the nation's largest and strongest financial holding companies. Unlike some of our peers, SunTrust will continue its commitment to the local community through local management teams empowered to bring a full range of the bank's resources to bear on local clients' needs. The Village's relationship will be serviced by our specialized Not for Profit and Government Banking Division in Southwest Florida. This group understands the needs of not for profit entities and is able to suggest processes and products that help maintain and enhance operations while maximizing return on balances. This SunTrust Team is headed up by Josh McCoy, Manatee County President and SWFL Non-Profit and Government Banking Relationship Manager. He is authorized to make representation for the Bank on all negotiated items.

In addition to local relationship management, SunTrust provides support of a local Treasury Management Department available for consultation and service escalation and on-going support. The Treasury Management group ensures that the Village is kept apprised of products and services and cutting-edge technology which may increase efficiencies and return. We take a proactive approach to managing your relationship in order to ensure your account set-up and product suite is optimal to meet your current and future needs. As your Relationship Manager, Josh McCoy is your primary contact at the bank along with Maria Roman who is your Treasury Management Officer. As your dedicated Relationship Specialist, Iris Robinson is your liaison for all day-to-day banking transactions; she assists Josh and Maria in all areas of business account support with her office located in downtown Sarasota. Relationship team details are provided in Section VI – Relationship Team.

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With a long history of working with Not for Profit entities, we understand your unique fiduciary responsibilities. SunTrust bankers are both knowledgeable and experienced, and our local management structure means SunTrust employees have the authority to make important decisions. The result is that you get the individualized service you want, and access to the depth of services and financial strength that only a big bank can provide. This dedication to building long term customer relationships is uncommon among banks, but the high level of customer satisfaction it fosters is worth the extra effort. Reflecting SunTrust's strong commitment to quality, SunTrust recently won twelve national Greenwich Excellence Awards for distinguished service. SunTrust is proud of these prestigious awards which are a direct reflection of our continuous efforts to provide our clients with the highest level of service and solutions.

The following clients utilize similar services to the Village of Estero, Florida as references.

Client Name

Venice, FL
City on the Gulf

Name: City of Venice

Contact: Linda Senne

Title: Assistant Finance Director

Address: 401 W. Venice Avenue, Venice, FL 33314

Phone: (941) 486-2626 Ext. 26015

Email: lsenne@venicegov.com

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Name: City of Sanibel

Contact: Sylvia Edwards

Title: Director of Finance

Address: 800 Dunlop Road, Sanibel, FL 33957

Phone: (239) 472-9615

Email: sylvia.edwards@mysanibel.com

Name: Town of Ft. Myers Beach

Contact: Maureen Rischitelli

Title: CFO

Address: 2523 Estero Boulevard, Ft. Myers Beach, FL 33931

Phone: (239) 765-0202 Ext. 107

Email: maureen@ftmyersbeachfl.gov

We believe this proposal demonstrates our sincere interest in providing a mutually beneficial relationship with The Village of Estero, Florida and our ability to serve as a valuable resource during the start-up phase of the Village. We look forward to bringing references and subject matter experts along with new ideas and innovative solutions to meet your needs.

Sincerely,

Joshua A. McCoy

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II. Treasury Management Recommendations

Our dedicated client team is prepared to deliver exceptional service and solutions. We listen to our clients and respond with solutions that best meet their needs. Your Relationship Manager Josh McCoy and Treasury Management Officer Maria Roman work together as a well-coordinated and professional team, bringing in additional specialists when needed.

SunTrust maintains a robust suite of treasury services and is ready to support the Village of Estero, Florida when and where you need us. SunTrust proposes the following products and services listed below to the Village.

Public Funds Advantage NOW Hybrid Account

This hybrid account combines the convenience of an analyzed business checking account with the interest-earning functionality of a NOW account. All excess balances above those required to cover service charges will be automatically invested. If balances are insufficient to offset all service charges, the earnings credit accrued will offset a portion of the service charges and the remaining balance will be invoiced. In the current rate environment we are able to provide a very competitive earnings credit rate (ECR), below. Many of our public funds clients are benefitting from offsetting their service fees with the ECR and earning interest with the excess balances.

Highlights include significant financial benefits to the Village by the use of:

- Public Funds Advantage NOW with an Earnings Credit Rate (ECR) floor of 50 basis points or .50% for the initial one year contract term; the interest bearing portion with a floor rate of 10 basis points (0.10%) for the initial contract term.
- All service fees waived for the initial 6-months of the contract.
- Based on our pricing analysis of a comparable public funds client in Lee County, the Village may maintain sufficient balances to offset all of your fees and still earn $267 per month or $3,204 annually in interest. For this reason we feel this is the best possible account structure for the Village. The proformas and ECR & interest summary provided in Section III – Value of Treasury Services highlight the potential financial benefit to the Village.
- No charges for FDIC or reserve requirements for the initial one year contract.

Municipal NOW Account

For municipalities needing to maximize earnings on available funds, SunTrust offers the Municipal NOW account – an interest-bearing checking account that also functions as an around-the-clock cash manager. An alternative to a standard sweep account, the Municipal NOW account offers a competitive rate of interest that is indexed to the weekly effective Federal Reserve funds rate.

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Highlights include significant financial benefits to the Village by the use of:

- Municipal NOW with an interest rate floor of 7 basis points (0.07%) for the initial one year contract term.
- Based on our pricing analysis of a comparable public funds client in Lee County, the Village may earn $285 in interest per month, which netted against $698 in estimated monthly service charges, results in out of pocket expense of $413. The proformas and ECR & interest summary provided in Section III highlight the potential financial benefit to the Village.
- All service fees waived for the initial 6-months of the contract.
- No charges for FDIC or reserve requirements for the initial one year contract.

Zero Balance Account

The SunTrust Zero Balance Account service is designed for organizations that manage multiple banking accounts and want to automate routine cash management decisions between them. This service will allow you to organize your accounts into a two-tier structure. At the end of each business day, the system adjusts the actual account balance for each sub-account to a zero balance or to a target balance that you pre-establish. Funds are then transferred from the master account to the sub-account as needed. This allows you to consolidate excess funds into the General Fund account so you can maximize the earnings potential of your cash resources. And because the system is entirely automatic, it saves your staff from the routine responsibility of manually checking account balances, calculating cash positions, and initiating account transfers between the accounts.

Branch Deposit Services

SunTrust offers a variety of banking services through our branch network. You can choose to make deposits through our traditional over-the-counter teller system, or our innovative Rapid Receipt® deposit service that lets you drop off a deposit without having to wait for the teller to count the cash that is included. If you make deposits after normal business hours you can take advantage of our night deposit services. This gives your staff a safe and convenient location to make after-hours or late night deposits. SunTrust branch locations can also process up to $500 in change orders per week. This ensures that you always have access to the coin and currency that you need to transact business. With SunTrust, you get the banking services you need and the convenience you expect. Our Coconut Point branch is conveniently located at 3501 Vandenburg Way, Estero, FL 33928 and our branch manager, Jodi Adams, is happy to assist with branch banking needs and can be reached at 239-908-5540.

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Automated Clearing House (ACH) Services

The Automated Clearing House (ACH) is an easy and cost-effective alternative for transferring funds. Because ACH is an electronic-based system, payments are processed and settled quickly, the administrative overhead associated with issuing and reconciling paper checks is eliminated, and the cost per transaction compared to wire transfers is significantly reduced. ACH supports many popular applications, including direct deposit to disburse funds directly into a beneficiary's account, pre-authorized debit to aid in the collection of consumer payments, cash concentration to consolidate funds from remote offices' deposit accounts, and more. For organizations that rely on paper checks or wire transfers to disburse or collect funds, ACH offers significant cost savings, dramatic efficiency gains, and improved cash flow.

Online File Transfer

Online File Transfer is an electronic file transfer system that streamlines the two-way flow of banking information between your organization and SunTrust. With Online File Transfer service, you can download account balance information, transaction data, transaction confirmations, and other important data directly into your internal systems. This saves you from having to re-key data. Online File Transfer is also an effective way to upload data from your systems to SunTrust. This function is used to initiate ACH transactions, provide check detail for daily and periodic automated reconciliation services, and more. Online File Transfer is easy to use, cost effective, and improves operational efficiency.

Payroll Card

The Payroll Card solution, provided in cooperation with Skylight® Financial Inc., offers a unique alternative to traditional direct deposit programs. With this service, your company has the opportunity to reduce exposure to fraud and liabilities by converting a greater percentage of your payroll to electronic payments. Although the Payroll Card solution gives your employees electronic access to payroll funds, it does not require them to maintain a checking account. This service enables employee funds to be sent by ACH direct deposit to a designated Skylight Debit Card account instead of into a bank account, with all Debit Card accountholders individually FDIC insured. Your employees can access payroll deposits immediately through ATM and point-of-sale locations. Employees choosing to upgrade to the Visa® Debit Card also may make signature-based and card-not-present transactions worldwide with any merchant that accepts Visa Debit Card. Furthermore, by offering this payroll alternative along with traditional direct deposit, your company can benefit from reducing the number of paper checks issued, while increasing direct deposit participation.

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SKYLIGHT PAYOPTIONS

The Skylight® PayOptions™ Program

The Skylight PayOptions program is an innovative, secure, and convenient payroll card solution that allows organizations to achieve a cost-effective, 100% electronic payroll for employees without traditional banking services or for those who simply want more options.

The **Skylight ONE Card** is a MasterCard® branded card that provides access to funds at millions of ATM and retail locations, even online and over the phone. In addition, the Skylight ONE Card offers flexibility and convenience, plus a number of features and benefits.

The Skylight PayOptions solution:

- FDIC Insurance – Funds in cardholder accounts are FDIC insured, up to FDIC coverage limits, through participating bank partners.
- MasterCard Zero Liability and Regulation E – Cardholder's online, signature, and PIN based transactions are protected from fraudulent activity.
- Seamless Integration – NetSpend handles all aspects of program management and works directly within employers' current payroll systems.
- Security – NetSpend employs extensive measures to ensure the security and privacy of employees' personal and financial information.
- Portability – Employees can continue to use the same account and card should they change jobs.
- Instant Issuance – Employers receive branded Instant Issue Packs that allow the flexibility to enroll employees online as needed.
- Worldwide Acceptance – Cardholders can take advantage of unparalleled access to funds anywhere Debit MasterCard is accepted.
- Convenience Checks – Cardholders can utilize Skylight Checks to draw 100% of payroll funds from their accounts.
- Real-Time Funding – An ACH funding alternative for clients - available twenty-four hours a day seven days a week.
- Corporate Portal – The Portal is an employer's single access point for conducting program management functions such as enrollment, real-time funding, and reporting.
- Dedicated Support – Implementation and Client Services support teams facilitate the ordering and distribution of marketing materials, Instant Issue Packs, and any additional information needed for employers and employees to get started with the Skylight ONE Card experience.
- Training and Communication Materials – NetSpend's proven training and communication methodology and activation strategy allow clients to maximize employee participation.
- 24-hour Account Information – Cardholders have 24/7 access to account information via text or email alerts, automated phone system, and online banking.
- Unparalleled Access to Funds – Cardholders have the ability to obtain their entire pay free of charge through multiple channels. Certain other transactions may incur fees.

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Client Pricing

Client Implementation Fee:	~~$500.00~~	**WAIVED**
Skylight Instant Issue Packs:	$1.00	Per card pack.
Shipping and Handling Charges:	As billed by NetSpend	Client is responsible for all shipping and handling charges with regard to any items shipped to Client pursuant to this Agreement, including, without limitation, all Materials and all Skylight Instant Issue Packs.

Cardholder Pricing

MasterCard Over-the-Counter (OTC) Cash Withdrawals (down to the penny)	No Charge	Available at any MasterCard member bank.
Skylight Checks	No Charge	Using/cashing and re-ordering.
Domestic Allpoint ATM Withdrawal	No Charge	
Other Domestic ATM Withdrawal	$2.25	
International ATM Withdrawal	$3.00	
ATM Transaction Decline	$1.50	
Signature Debit Purchase	$0.50	
PIN Debit Purchase	No Charge	
International (Foreign) Transaction – Conversion Fee/Surcharge	3.5%	3.5% of the transaction amount.
Purchase Transaction Decline	$1.50	Signature or PIN
Balance Inquiry via Automated Phone Service (IVRU)	No Charge	
Balance Update via Anytime Alerts	No Charge	Cardholder must opt-in for free Anytime Alerts which are sent via email or text.
Balance Inquiry via ATM	$1.50	
Balance Inquiry via Live Customer Agent	$0.50	
Maintenance Fee – Primary Card	No Charge	
Inactivity Fee	$1.50	Per month. Assessed after 60 days of continuous inactivity. For former employees/ported card only.
Live Customer Support	No Charge	Other than balance inquiries.
Monthly Paper Statement	No Charge	Cardholder must opt-in for paper statements.
Paper Statement Reprints	$5.00	Per request.
Monthly Electronic Statements	No Charge	
60-Day Transaction History	No Charge	Written/printed history available upon request; also available via the cardholder website.
Card Replacement	$7.00	Per card (one free per year); delivered regular mail.
Card Replacement-Expedited Delivery	$20.00	
ACH Return Fee	$5.00	Each time a scheduled or recurring ACH debit transaction (e.g., merchant bill payment) is returned for insufficient funds.
MoneyGram Outgoing	$25.00	
Stop Payment Fee	~~$18.00~~	WAIVED. For each stop payment on an ACH debit from the cardholder's account that he/she previously authorized, or each stop payment of a Disbursement Check or Skylight Check.
Overdraft Fee	$25.00	For any overdraft transaction we choose to pay; fee is per transaction, up to five (5) fees per month; cardholders must opt-in for this service.

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Merchant Services

SunTrust Merchant Services will tailor a program to meet the specific requirements of the Village. Through our relationship with First Data Merchant Services, a leader in the electronic payments industry, we support this program with quick implementation, ongoing customer support and advanced technology solutions that evolve with your business and market trends.

SunTrust Merchant Services	SunTrust shares an alliance with First Data Merchant Services Corporation (FDMS) to support the payment processing needs of our clients. FDMS is a leading provider of merchant processing services, with disaster back-up sites to keep our system up and operational 99.95% of the time. FDMS settles more than 8.8 billion electronic payment transactions annually – worth over $491 billion in sales volume for approximately 2.8 million merchant locations.
Consultative Approach	As a leader in the payment solutions industry, SunTrust Merchant Services (SMS) realizes there are many aspects to a merchant's business, and payment processing can play a critical role in making both operational and financial decisions. We treat our customers uniquely to ensure that the products and services selected will meet their individual business needs.
Customer Service **Relationship Manager**	SMS believes that to be successful, we not only need to meet your expectations, but exceed them. We are here when you need us, providing customer service and equipment support 24 hours a day, 7 days a week. Our turn key approach will allow you to concentrate on your business by minimizing the worry of payments processing and settlement on the back end. You will also be assigned a specialized relationship manager readily available to assist with any merchant issues.

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Online Reporting	Business Track[SM] is a secure, easy-to-use Internet-based service that provides your business with timely access to your credit card account and transaction information online. You can take a free online tour of My Merchant View, which explains all of its exciting features at **www.businesstrack.com**
Customer Focus	*Our Focus is on You*! SMS knows that Payment processing is important to staying competitive and expanding your sales. We pride ourselves in keeping pace with industry developments and offering new services as they become available. From providing the right services at the point of sale, to exceptional back-office support, we will help you grow your business.
TransArmor	TransArmor is a unique software-based solution that provides two layers of security. It armors and transforms card holder information by combining encryption with tokenization, which is a process that replaces the cardholder's Primary Account Number with a random token number.
Platinum Service Package (PSP)	**Free Supplies**-Order what you need online and it ships next day. **Warranty Coverage**-Provides replacement and shipping cost of any proprietary First Data equipment **Account Alerts**-Receive email alerts on deposits, reconciliations and disputes for your processing account **SpendTrend Enhanced Statements**-Payment data to keep you aware of industry trends
PCI Rapid Comply	PCI DSS Council (Payment Card Industry Data Security Standard) mandates security requirements for businesses of all sizes. The goal is to help protect cardholder and other sensitive data from data thieves. Our PCI Rapid Comply solution is an easy-to-use online tool.
Funds Availability	Deposits will post in 24 hours to a SunTrust bank account.

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Online Banking via Online Treasury Manager

Online Treasury Manager is an internet-based solution that helps you manage your cash position.

Information Access	▪ View account and transaction details including prior-day and current-day information ▪ Customize and save reports to meet specific internal reporting requirements ▪ Integrate flexibly into accounting or treasury management systems	Online Treasury Manager provides convenient access to your daily cash position and transaction details needed to optimize cash flow.
Transaction Initiation	▪ Initiate ACH transactions and wire transfers ▪ Transfer funds between accounts ▪ Issue stop payments ▪ Initiate decisions for Positive Pay	
Image Services	▪ Access checks, deposit tickets and deposited items ▪ Access up to 7 years of image history using the Image Search capability ▪ Access up to 186 days of images directly from Information Reporting, Positive Pay, and Stop Payment services	

SunTrust Online Treasury Manager is an internet-based delivery method that meets all of the needs outlined by the Village. You can access Online Treasury Manager through any standard browser-based service such as Internet Explorer. Because you connect to our system through the internet, the only software you need to install or upgrade is your web browser. In addition, internet-based access enables multiple authorized users to access the system simultaneously from any location. Online Treasury Manager is easy to use and requires minimal user training; however, robust product demos and training materials are available.

Below are the recommended versions of the most commonly used browsers.

- Internet Explorer 6.0 and up
- Firefox 3.01 and higher
- Adobe Acrobat Version 7.0 or higher is required to view reports in Online Treasury Manager.

Security Features

Security is a key component of Online Treasury Manager. SunTrust uses several independent facilities to protect your accounts and provide multiple layers of security. Some of the security features we use include:

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- ***Encryption** – 128-bit encryption is used to protect data moving between your company and SunTrust.

- ***Firewalls, routers, and special computer systems** – We provide advanced network security that effectively prevents unauthorized access to your accounts. Users never have direct access to any SunTrust computer system containing sensitive information. Secure application servers provide exclusive access to the SunTrust host computer systems through secure virtual tunnels.

- ***Passwords and IDs** – A combination of Company ID, User ID, and User Password is required to access Online Treasury Manager. These security codes are initially issued by your Company Security Administrator (CSA) to each authorized individual in order to access Online Treasury Manager. The CSA also establishes user entitlements, which define the type of information an individual user can view, and the types and limits of transactions a user can initiate. SunTrust enables you to control who has system access by business function and by account, empowering you to instantly respond to staffing changes.

- ***Dual Administration and Dual Approval** – Online Treasury Manager provides for the segregation of duties by allowing you to require two levels of approval before actions such as payment initiation, account transfers, Positive Pay decisions, and setup or changes of user entitlements. Risk is reduced with dual approval and dual administration because multiple sign-on credentials would have to be compromised for an unauthorized user to attempt to move funds.

- ***Time Out** – Once you sign on to Online Treasury Manager and have completed your activities, you must sign out. However, if after signing on, your session is idle for more than fifteen minutes, you will be timed out. To reactivate your session you will need to re-enter your password.

- ***Security Challenge Questions** – At SunTrust, safeguarding your accounts is one of our highest priorities. To increase the security of your online experience, Online Treasury Manager has added security challenge questions and user authentication technology that help you protect your accounts.

Information Reporting

Online Treasury Manager offers prior day, current day, and multi-day information, including summary and detail level transaction information. We can report on a variety of BAI codes (status fields) such as ledger balance, collected balance, one day float, two+ day float, total credit amount, and total debit amount. In addition, summary and detail codes can be selected. Summary data provides totals by transaction type, such as "total checks paid," while detail

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information includes the individual transactions, such as check number and amount for each item. We keep your information online for 186 calendar days, so you can run month-to-date or month-end queries, do online searches, or meet other reporting needs. You can choose from pre-defined transaction groups or you can define your own transaction groups. Online Treasury Manager enables you to customize reporting by the type of information you need to perform ongoing treasury functions.

Information Reporting is posted daily each morning and includes prior day information on business checking accounts, credit card accounts, commercial loans and lines of credit, installment loans and equity lines of credit. The multi-day report allows you to access information for a range of dates in a single query. Current day activity provides balances and specific transactions such as ACH and Wire that post to your account throughout the day.

You have flexible report formatting and can easily export data to your back office accounting application, spreadsheet or treasury workstation. Standard export formats apply to all transactions and include balance summary and detailed information in BAI II, STI-CSV, and delimited formats. Customized export formats can be tailored based on specific criteria and transaction types. These formats include tab, comma, and semicolon separated file formats.

Because Online Treasury Manager allows you to export files in your preferred format, you can maintain historical reporting data for as long as you deem appropriate. As an alternative to printing or exporting reports, you can view all of your account balance and float information on a single screen sorted by account type. This Prior Day Balance view will display after sign on, unless you select another default page preference.

The SunTrust Information Reporting service provides direct access to online images of paid checks, deposit tickets, and deposited items. While viewing the individual transactions on your computer screen, you can also choose to view the item itself. Images can also be retrieved through the archive, where up to seven years of image history is available.

Stop Payments - Stop payment requests made through Online Treasury Manager are effective for up to 30 months. Our online stop payment service provides you with real time confirmation of the paid status of checks. You can then place a stop payment or revoke a previous stop payment request. You can also request stop payments on a range of up to 200 checks per request. The system is available 24 hours a day with a 10:00 p.m. ET deadline to be effective the same day. Through Online Treasury Manager, everything you submit is reviewed, verified, and automatically submitted to the bank's processing system.

Before accepting the stop request, our system will automatically review 45 days of history, including the prior night's posting, to verify whether the check has already been paid. Stop payment requests are good for up to six months. However, it is possible to extend a stop payment for up to 24 months. If the item has paid, you will have direct access to an image of the check. You simply click View Image and the item will be displayed on your screen.

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Positive Pay - SunTrust's suite of check fraud protection services allow you to match items presented for payment against your electronic issuance file. To complement your disbursement services, Online Treasury Manager provides online access to several reports including exception items, funding information, stop payments, and reconciliation data. In addition, if you subscribe to the escheatment option with the Controlled Payment Reconciliation service, reports on this activity can also be provided.

The Positive Pay service allows you to access images of paid items, suspect fraudulent items, and miscellaneous adjustments. Upon review of the information and appropriate research, you are able to initiate your pay or return instructions for each exception and submit the request to SunTrust. You are also able to submit manual issue or void transactions.

For your convenience, you can take advantage of Action Alerts sent by email, cell phone, or PDA when exception (fraud suspect) items are available for review.

Image Access - Accessing images through Online Treasury Manager provides short and long-term transaction detail for images of any paper-based items including paid checks, deposit tickets, and individual deposited items. If you subscribe to the Positive Pay or Controlled Payment Reconciliation services, we can also deliver check images of exception items. Image access can enhance customer service and reduce staffing expenses by expediting the item research associated with customer information requests, whether related to disbursements, deposits, or miscellaneous account adjustments.

As described previously, access to current images can be obtained directly from the Information Reporting, Stop Payment, and Positive Pay services; however, you can also retrieve an historical archive of these items. Because information is stored electronically online, it is easy to submit inquiries and have immediate access to a copy of the item. Online access also eliminates the need to retain original checks or copies, reducing your storage and reproduction expenses

Account Transfer - Using the Online Treasury Manager Account Transfer capability, allows you to perform real-time and recurring transfers of funds between SunTrust accounts, including One-to-Many or Many-to-One transfers. Transfers submitted will be effective the same banking day if placed prior to 9:30 p.m. ET. Transfers initiated after 9:30 p.m. ET will be processed the next business day. Transfers can be dated up to 365 days in the future. At the time you initiate the transfer, we will automatically check the available balance of the debit account. If there are sufficient funds, the transfer will take place immediately. If there are insufficient funds, you will need to resubmit the transfer request later in the day when the funds are available.

You can view a report of these transfers by account, or by selecting specific criteria, such as a date or amount range. Online, we maintain a rolling 186 calendar day history of account transfers.

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Wire Transfer - The Wire Transfer service in Online Treasury Manager features secure access to wire initiation, import, and reporting, providing expedient settlement of domestic and international wires, either U.S. dollar or foreign currency denominated transactions.

To support domestic wire transfers, SunTrust has access to the Federal Reserve's Fedwire system, the link to all Federal Reserve Banks and their members. You can create customer-defined templates with names, addresses, banks, and currencies for repetitive and non-repetitive wires. Templates minimize data entry and improve the security and quality of wire input for your staff. You can also maintain a preferred recipient list of frequently used beneficiaries in a single table for quick access which is shared with ACH Initiation. When sending repetitive wires, you can save time by pulling up the appropriate template, adding the dollar amount, selecting the effective date, and entering addenda information. To further improve operational efficiencies, you can set up templates to process automatically on a recurring basis, and use wire template groups to expedite the initiation of similar and frequent wires. Wires may be initiated until 6:00 p.m. ET when using Online Treasury Manager. You also can future date domestic wires up to 365 calendar days in advance.

For international wire transfers, SunTrust is a member of SWIFT (Society for Worldwide Interbank Financial Telecommunication), the organization that facilitates these payments whether in U.S. dollars or foreign currency. These transactions are entered online and the currency is designated, at which time an exchange rate is specified. For transactions less than $20,000, SunTrust sets a daily rate that is applied. For larger amounts, you may establish a highly competitive contract rate through the SunTrust Foreign Exchange Department.

To add expanded security for domestic and international wire transfer requests, you may want to require one or two levels of approval. The Online Treasury Manager service supports PINs at wire input and/or approval. All transactions initiated in Online Treasury Manager are subject to the authorizations and limits you establish in your Wire Transfer Schedule A to the Funds Transfer Agreement.

Reporting within Online Treasury Manager supports both incoming and outgoing wire activity as well as additional reports such as wires pending approval, wire templates, wires input and query results. The full text of the information contained on the wires is available online, including Fed reference numbers.

ACH Initiation - The ACH Initiation service within Online Treasury Manager allows you to initiate and manage ACH transactions. It is a low cost and efficient alternative to issuing paper checks or wire transfers. With our online ACH service, electronic debits and credits facilitate payments to or from consumer and corporate clients. ACH minimizes payment uncertainty, creates predictable cash flows, provides early notification for cash application, reduces errors, and reduces the risk of fraud.

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Online Treasury Manager allows you to initiate ACH transactions using the Web, thereby avoiding programming costs and communications testing associated with direct transmission. You can build a database of transaction detail for repetitive transactions or enter new data for a one-time transaction, and set up payment templates to process automatically on a recurring basis. You can send trade payments which include robust remittance information in the new EPN STP 820 (CTX) standard format. You can also maintain a preferred recipient list of frequently used recipients in a single table for quick access which is shared with Wire Transfer.

Two additional features of this service make it easy and convenient to use. ACH Pass-thru provides a method for transmitting NACHA and non-NACHA formatted files directly to SunTrust instead of building single-item batches and updating them manually. The Import feature enables you to import ACH, wire transfer and account transfer transactions without the need to re-key information. The Payments Import function supports user-defined and standard file formats.

ACH Initiation includes multiple security features, such as company and user IDs and user password, variable levels of approval, and security administrator assigned entitlements that can vary by individual. Reversal requests for erroneous entries are submitted using a reversal form within the ACH service and must be initiated within five days of the effective date of the original entry. SunTrust will use good faith efforts to initiate an ACH reversal on your behalf.

Reports of current day transaction activity can be viewed through our ACH current day memo reporting feature. Within the ACH Report function, you can sort ACH batches by activation status, approval status, or by processing, entry, or execution date. Prior day information is available through the Information Reporting service. Details regarding your ACH origination activity are available through Special Reports, SunTrust Online Courier, auto fax, or in hard-copy format through the mail.

System and Reporting Availability

Online Treasury Manager can be accessed 24 hours a day, seven days a week for information reporting and transaction initiation services. Specific account information is updated at various times throughout the day. Online Treasury Manager maintains online access to historical information for a rolling number of days depending upon the nature of the data.

When new features and functions become available, these releases are introduced on weekends during non-business hours to minimize any disruption to your service usage. A summary of functions and their reporting schedules are noted below; the terms and conditions for use of each service are set forth in our service agreement for that service.

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Function	Cutoff Time	Retention	Notes
ACH Initiation			
ACH Initiation	10:30 a.m. ET		The cutoff for debits and credits is 10:30 a.m. ET, one day prior to effective date. Files received after 10:30 a.m. ET one day prior to effective date will be processed on a best-effort basis.
ACH Initiation (on-us current-day)	7:30 p.m. ET		The cut-off for debits and credits for current-day posting is 7:30 p.m. ET; applies to *on-us* transactions only.
ACH Reporting	7:00 a.m. ET 11:00 a.m. ET 4:30 p.m. ET		For Current Day Reporting, there are 3 intra-day ACH reporting windows.
ACH Reports		186 cal. days	OTM ACH initiated activity (about 6 months)
ACH Payments			ACH payments can be future-dated up to one year (365 days)
ACH Pass-Thru	10:30 a.m. ET		Follow same guidelines as ACH Initiation
Audit Activity		30 cal. days	Detailed information regarding user activity
Audit Report		30 cal. days	User Profile information
Function	**Cutoff Time**	**Retention**	**Notes***
Account Transfer			
Account Transfers	9:30 p.m. ET		Transfers completed before 9:30 p.m., settle Same Day. After 9:30 p.m., settlement is Next Day by 7:00 a.m. Account transfers can be future-dated up to one year (365 days).
Account Transfer Reports		186 cal. days	(About 6 months)
Information Reporting			
Balance Reporting – Prior Day (images) Balance Reporting – Prior Day	7:00 a.m. ET	186 cal. days	
Balance Reporting – Current Day	Vary upon service	186 cal. days	ACH transactions – 7:30 a.m. Account transfers – real-time Controlled Disbursement, Late Presentment – 10:00 a.m. Lockbox – 8:30 a.m. Wire transfers – real time
Special Reports (ERD)			
CAR (Client Activity Report)	8:00 a.m. ET	30 cal. days	
EDI/ACH Received Report	9:00 a.m. ET	30 cal. days	
Daily Presented Reject Report	3:00 p.m. ET		
Disbursement Totals	1:00 p.m. ET		

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Report			
Outstanding Mismatch Paid Items Detail Report	3:00 p.m. ET		
Daily Stop Report	1:00 p.m. ET		
Daily Update Audit Report	1:00 p.m. ET		
Recap of Posted Items Report	1:00 p.m. ET		
Escheated Issues Audit Report (optional)	First business day of month, 1:00 p.m. ET		
Escheated Issues Funding Sources Report (optional)	First business day of month, 1:00 p.m. ET		
Image Access			
Image Retention (On-us SunTrust Items)		7 years	Paid items, deposit tickets, and deposited items
Image Retention (Transit Non- SunTrust Items)		5 years	Paid items, deposit tickets, and deposited items
SunTrust Online Courier			
Balance Reporting Statement Retention Special Reports		60 cal. days	
Function	Cutoff Time	Retention	Notes*
Positive Pay – ARP			
Positive Pay Exceptions/Images delivered by SunTrust	10:00 a.m. ET		This is the earliest time the Positive Payment reports are available for exception decision making.
Positive Pay Exception Pay/Return Decision Deadline	2:00 p.m. ET Same Day		This is the deadline to notify the Bank regarding the validity of the current business day's mismatched checks. A Pay or Return decision is required by this time.
Manual Issue/Void Input Deadline	5:00 p.m. ET		
Positive Pay – CPR			
Positive Pay Exceptions/Images delivered by SunTrust	3:00 p.m. ET	186 cal. days	Earliest time the Positive Payment reports are available for exception decision making. Bank provides online access to images of the current day's mismatched checks.
Positive Pay Exception Pay/Return Decision Deadline	2:00 p.m. ET Next Day		Deadline to notify the Bank regarding the validity of the current business day's mismatched checks. A Pay or Return decision is required by this time.
Manual Issue/Void Input Deadline	5:00 p.m. ET		
Positive Pay – Reverse			
Reverse Positive Pay Paid	9:00 a.m. ET	186 cal. days	Earliest time the Reverse Positive Pay reports are

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Images delivered by SunTrust			available for Return decision making.
Reverse Positive Pay Return Decision Deadline	2:00 p.m.ET Next day		Deadline to notify the Bank regarding the validity of the prior business day's paid checks. A Return decision is required by this time.
Stop Payments			
Stop Payments Placed	8:00 a.m. – 10:00 p.m. ET (DDA & ARP accounts only) 12:00 p.m. – 10:00 p.m. ET (CPR accounts only)	186 cal. days	Stop should be available to tellers within seconds during normal bank business hours. Otherwise, the stop is in queued status. Unless otherwise defined, stops are effective for 6 months.
Stop Payment and Paid Item Inquiry	ARP & DDA accounts – no time constraint 12:00 p.m. – 10:00 p.m. ET (CPR accounts only)	186 cal. days	Information is stored for 186 calendar days (about 6 months).
Stop Payment Reports		186 cal. days	(about 6 months)
Stop (Images) Availability	11:00 a.m. ET	Current month + one month of history	Bank provides online access to images of paid checks from prior business day.
Wire Transfer			
Wire (OTM)	8:00 a.m. – 5:30 p.m. ET		Wires received after 5:30 p.m. are subject to next-day processing. Domestic and USD international wires can be future-dated up to year (365 days). Foreign currency wires *cannot* be future-dated.
Wire (by phone)	8:30 a.m. – 4:30 p.m. ET		Wires done by phone only. Domestic and USD international wires can be future-dated up to 30 cal. days.
Wire Report		186 cal. days	This is only for the Wire Report under the Wire Transfer service.

With this browser-based banking solution you can manage your workflow using a single dashboard view to review items requiring action, such as approval of wire and account transfer requests. You can also access a variety of other banking services including Information Reporting, Positive Pay, Image Access, Wire Transfer, ACH Initiation, Stop Payments, and Account Transfers. Regardless of whether you use depository, disbursement or both capabilities from SunTrust, this is an ideal complement for access to account information and transaction initiation.

For a tutorial of our Online Treasury Manager system, access:

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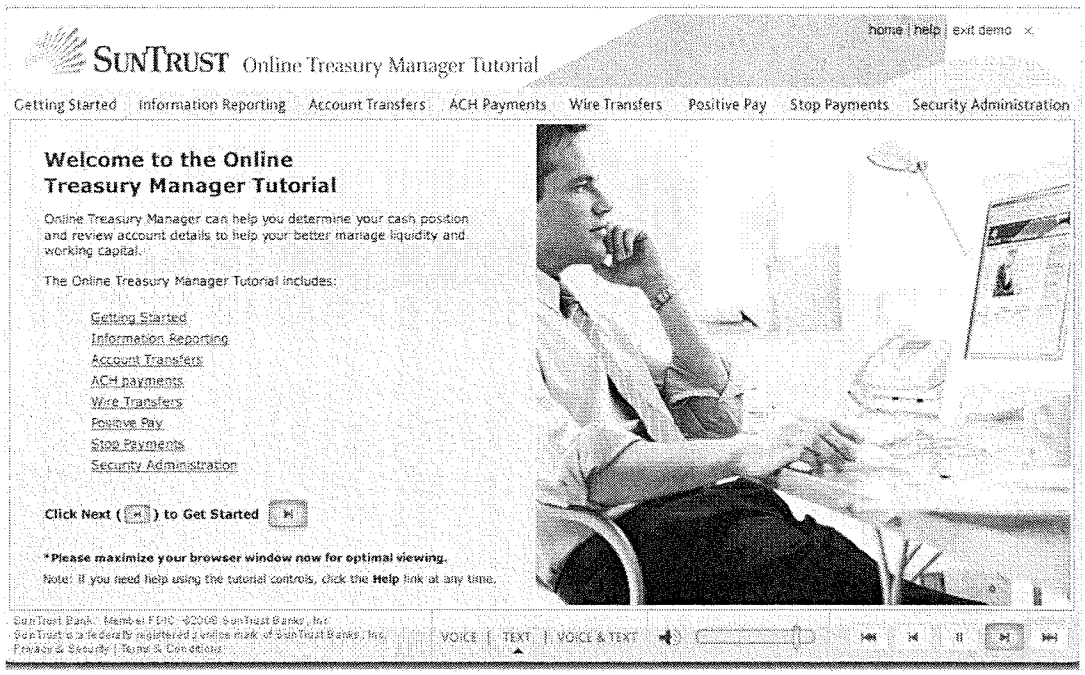
https://www.suntrust.com/Microsites/OTM_migration/user_manuals/default.shtml



In September 2013, we launched the SunTrust Treasury and Payments Product Page on the internet. This page provides a single view with links for all T&PS online products and services, including reference materials and demos.

https://www.suntrust.com/CommercialCorporateInstitutional/TreasuryAndPaymentsAccountAccess

Partial Account Reconciliation

The Partial Account Reconciliation service is designed to simplify the process associated with reconciling your accounts. At the end of each statement period, SunTrust generates a series of reports listing the checks that have cleared during that timeframe, including a Paid Only Report, a Miscellaneous Debit Report, and more. These reports are then forwarded to you. Having access to this information makes it easy for you and your staff to reconcile your accounts without having to manually organize and sort each check. Partial Account Reconciliation also makes it easy to identify instances of fraud and errors that could result in losses.

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Full Account Reconciliation

The Full Account Reconciliation service is a fully automated solution for reconciling paper checks issued by you. Whenever you issue a batch of checks, you send SunTrust a check issue file. This file contains the account number, serial number, issue date, amount, and any other optional information such as the payee name. After deposited checks are routed back to SunTrust for payment, we automatically reconcile your account by matching those checks against the check issue file you previously sent to us. This automated system dramatically minimizes how much time you and your staff must invest in the reconcilement process.

Business Investment Sweep

The SunTrust Business Investment Sweep service automates routine cash management decisions. Business Sweep calculates your Sweep Available Balance position and compares it to your preset target balance. It then transfers funds automatically to or from your checking account according to your pre-defined instructions. Excess funds are automatically swept into a repurchase agreement. If your account balance falls below your pre-determined target balance, or if you need additional cash to cover daily obligations, funds are automatically transferred from your investment. Business Investment Sweep minimizes the time and effort involved in calculating your daily cash position and transferring funds thereby reducing idle balances. On the next pages is historical rate information on the repurchase agreement sweep.

Please note we are recommending our Public Funds Advantage NOW or Municipal NOW account structures in lieu of overnight sweep services for the Village of Estero, Florida.

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SunTrust Robinson Humphrey

Business Sweep Investment Options

	Master Note under 5MM	Master Note over 5MM	Fed.Treas. Oblig. Fund	Fed. Govt. Oblig. Fund	Fed Prime Oblig.	Dreyfus Inst. Prefrd	Invesco Liquid Assets Fund	Repurchase Agreement
2015 YTD AVG								
January	0.15%	0.15%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
February								
March								
April								
May								
June								
July								
August								
September								
October								
November								
December								
2015 YTD AVG	**0.15%**	**0.15%**	**0.01%**	**0.01%**	**0.01%**	**0.01%**	**0.01%**	**0.01%**

BUSINESS SWEEP INVESTMENT OPTIONS:

Master Note Obligations are general obligations of SunTrust Banks, Inc., an affiliate of the Bank, issued on an unsecured basis with daily maturities. SunTrust Master Note obligations are not deposits, are not insured by the FDIC, are not guaranteed by a bank affiliated with SunTrust Banks, Inc., are not otherwise an obligation or responsibility of such an affiliated bank, and are not guaranteed in any way by the U.S. Government or any agency thereof. Master Notes rely on the financial strength and credit rating of SunTrust Banks, Inc.; Carries a short term PRIME-2 rating by Moody's.

Federated Treasury Obligation Money Market Mutual Fund invests in U.S. Treasury securities and repurchase agreements that are collateralized by U.S. Treasury securities. The Fund is AAA rated and NAIC-1 approved.

Federated Government Obligations Money Market Mutual Fund invest in short-term U.S. Treasury and government agency securities, including repurchase agreements collateralized fully by U.S. Treasury and government agency securities. The Fund is AAA rated and NAIC-1 approved.

Federated Prime Obligations Money Market Mutual Fund invests primarily in corporate money market securities including commercial paper, repurchase agreements, variable rate instruments and bank instruments. Fund invests exclusively in First Tier - the highest credit quality securities. The Fund is AAA rated and NAIC-1 approved.

Dreyfus Institutional Preferred Money Market Mutual Fund invests primarily in short-term money market obligations including securities issued or guaranteed by the U.S. Government or its agencies or instrumentalities, certificates of deposit, bankers' acceptances and other short-term obligations issued by domestic banks, repurchase agreements, high quality commercial paper and other short-term corporate obligations. The Fund is AAA rated and NAIC-1 approved.

Invesco Liquid Assets Money Market Mutual Fund invests primarily in domestic Commercial Paper rated A-1,P-1 or better and other short-term high quality corporate debt. The Fund may also invest in U.S. Government and Government Agency securities. Up to 50% of the Fund may be invested in U.S. dollar-denominated securities of foreign issuers. Invesco Advisors, Inc. is the investment advisor. The Fund is AAA rated and NAIC-1 approved.

The above rates are simple interest and do not reflect compounding. Investment products are not insured by the FDIC or any other government agency, are not guaranteed by, and are not obligations of SunTrust Banks, Inc. or any of its affiliates and involve risks, including the loss of principal. There is no assurance that any money market fund will be able to maintain a stable net asset value of $1.00 per share. The information contained herein is based on sources which SunTrust Capital Markets, Inc. believes to be reliable, but we do not represent that it is accurate and complete. All prices, yields and opinions are subject to change due to market forces and other conditions.

Last update: 2/13/15

SunTrust Robinson Humphrey

Business Sweep Investment Options

	Master Note under 5MM	Master Note over 5MM	Fed.Treas. Oblig. Fund	Fed. Govt. Oblig. Fund	Fed Prime Oblig.	Dreyfus Inst. Prefrd	Invesco Liquid Assets Fund	Repurchase Agreement
2014 YTD AVG								
January	0.30%	0.20%	0.01%	0.01%	0.02%	0.02%	0.02%	0.02%
February	0.30%	0.20%	0.01%	0.01%	0.02%	0.02%	0.02%	0.02%
March	0.30%	0.20%	0.01%	0.01%	0.02%	0.02%	0.02%	0.02%
April	0.28%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
May	0.28%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
June	0.28%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
July	0.28%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
August	0.25%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
September	0.25%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
October	0.20%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
November	0.20%	0.20%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
December	0.15%	0.15%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%
2014 YTD AVG	**0.26%**	**0.20%**	**0.01%**	**0.01%**	**0.01%**	**0.01%**	**0.01%**	**0.01%**

BUSINESS SWEEP INVESTMENT OPTIONS:

Master Note Obligations are general obligations of SunTrust Banks, Inc., an affiliate of the Bank, issued on an unsecured basis with daily maturities. SunTrust Master Note obligations are not deposits, are not insured by the FDIC, are not guaranteed by a bank affiliated with SunTrust Banks, Inc., are not otherwise an obligation or responsibility of such an affiliated bank, and are not guaranteed in any way by the U.S. Government or any agency thereof. Master Notes rely on the financial strength and credit rating of SunTrust Banks, Inc.; Carries a short term PRIME-2 rating by Moody's.

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Federated Prime Obligations Money Market Mutual Fund invests primarily in corporate money market securities including commercial paper, repurchase agreements, variable rate instruments and bank instruments. Fund invests exclusively in First Tier - the highest credit quality securities. The Fund is AAA rated and NAIC-1 approved.

Dreyfus Institutional Preferred Money Market Mutual Fund invests primarily in short-term money market obligations including securities issued or guaranteed by the U.S. Government or its agencies or instrumentalities, certificates of deposit, bankers' acceptances and other short-term obligations issued by domestic banks, repurchase agreements, high quality commercial paper and other short-term corporate obligations. The Fund is AAA rated and NAIC-1 approved.

Invesco Liquid Assets Money Market Mutual Fund invests primarily in domestic Commercial Paper rated A-1,P-1 or better and other short-term high quality corporate debt. The Fund may also invest in U.S. Government and Government Agency securities. Up to 50% of the Fund may be invested in U.S. dollar-denominated securities of foreign issuers. Invesco Advisors, Inc. is the investment advisor. The Fund is AAA rated and NAIC-1 approved.

The above rates are simple interest and do not reflect compounding. Investment products are not insured by the FDIC or any other government agency, are not guaranteed by, and are not obligations of SunTrust Banks, Inc. or any of its affiliates and involve risks, including the loss of principal. There is no assurance that any money market fund will be able to maintain a stable net asset value of $1.00 per share. The information contained herein is based on sources which SunTrust Capital Markets, Inc. believes to be reliable, but we do not represent that it is accurate and complete. All prices, yields and opinions are subject to change due to market forces and other conditions.

Last update: 2/13/15

We have reviewed your requirements and have identified additional products and services that we would like to propose. These solutions complement the services included as part of this proposal and are listed below:

Fraud Prevention Services

ACH Fraud Control

The SunTrust ACH Fraud Control service is an automated system that helps you avoid unauthorized and erroneous ACH transactions. The system has a variety of options for determining which ACH transactions should be permitted and which should be rejected. For example, you can choose to reject all ACH transactions, authorize one-time transactions, or create standing orders that permit all transactions that meet certain criteria. If a transaction does not satisfy the authorization criteria you set, you simply review the transaction details online, then accept or reject it. If you accept the transaction, you can also quickly and easily set up a standing authorization to accept future payments from that entity. If you choose to take no action, the transaction will automatically be rejected. The SunTrust ACH Fraud Control service lets you enjoy the cost and efficiency benefits associated with ACH while avoiding the risk of unauthorized or erroneous transactions.

Positive Pay

SunTrust offers two Positive Pay services designed to help you identify fraudulent checks as soon as they are presented. Next-Day Positive Pay automatically identifies checks that may be fraudulent by comparing checks that have posted for payment against a file listing provided to SunTrust of all checks that you issued. Information about the checks that do not match, as well as their images, are sent to you via Online Treasury Manager by 10:00 a.m. so that you have the opportunity to review them in more detail before deciding whether they should remain paid or be returned. You then have until 2:00 p.m. to make your electronic "pay" or "return" decision. Your check issue records are also accessible to tellers within our retail banking network to prevent unauthorized check cashing at our branches. Reverse Positive Pay works in a similar way, but instead of SunTrust receiving a check issue file from you and automatically identifying suspect checks, Reverse Positive Pay sends you a list of all checks that have been paid each day. You then review those checks against your internal issue information and notify us if there are any checks that should be returned. Whichever service you choose, Positive Pay from SunTrust is an effective way to minimize your risk of loss to fraudulent checks.

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Other Value Added Solutions

Online Check Deposit

Although our Coconut Point branch is conveniently located to the Village, we also offer the convenience of Online Check Deposit service which is an electronic depository service that facilitates electronic deposit of checks without leaving your office. Online Check Deposit has been designed to meet the needs of clients with low to medium check deposit volume and requires minimal investment in hardware. Only a certified scanner and a personal computer are needed to process and transmit the check image and deposit information to the bank. After endorsing your checks, you log on to the Online Check Deposit service, enter the deposit total, and feed each check into the scanner so that the image of each check is captured. Once the dollar amount of the scanned checks is reconciled with the deposit total you manually entered, the check images and the deposit slip are ready to be transmitted to SunTrust. You have until 10:30 p.m. to deposit checks for same day ledger credit. Most checks can be processed through Online Check Deposit. Ineligible items and items that cannot be scanned due to check quality issues can be deposited at any SunTrust branch or mailed to the SunTrust mail-in teller. The Online Check Deposit service lets you minimize the number of trips you make to the bank and simplifies the processing of your receivables. Scanner options and pricing are available in Section VII – Product Descriptions.

Online Courier

SunTrust Online Courier® is a unique electronic reporting tool that automatically delivers balance and transaction data directly to your workstation or desktop on a schedule you control, using a variety of delivery methods such as FTP, email, secure desktop download, and fax. The system also notifies you – on your wireless device, by email, or by fax – when your reports have been sent. This lets you access your financial information as soon as it is available. In addition, Online Courier includes a data exchange function that lets you receive reports about accounts located at other banks. This feature saves you and your staff the time and effort associated with logging into multiple systems and downloading individual reports. And because the information is delivered electronically, it can be easily imported into spreadsheets or integrated with your internal accounting systems. With faster and more convenient access to your account data, Online Courier automatically gives you the information you need to make better financial decisions.

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Information Available Through Online Courier

Bank Statements	▪ DDA and Signature Advantage Activity Statements ▪ Account Analysis Statements ▪ Business Sweep Summary Statements, and Investment and Loan Activity Confirmation
Alerts Service	▪ Balance alerts are emailed or faxed notifications containing your account balance (Closing Ledger, Opening Available, or Collected Balance) which are sent when the balance exceeds or goes below the designated threshold. ▪ Transaction alerts are emailed or faxed notifications which are sent when certain curren day transactions memo-post to your account. Examples include ACH credits and debits, and wire advice credits and debits.

Image Delivery Services

SunTrust Image Delivery Services scans the front and back of checks to create an electronic image. These images replace the need to store large volumes of physical paid items, deposit tickets, deposited items, or return items. Once an image is created, the original paper item is destroyed. The electronic images are easy to retrieve through a variety of SunTrust solutions including CD-ROM, Online File Transfer (e.g., image transmission), or Online Image Access through one of our Internet-based services. By eliminating the need to store paper items, this simple solution dramatically reduces or eliminates storage costs. It also lets you access paid checks and deposited items in far less time, and with far less effort, than would otherwise be required to manually locate and retrieve each item.

Online Bill Presentment and Payment

Online Bill Presentment and Payment service provides you a customized website for the acceptance of ACH and Card payments. Your customers have the ability to authorize payments at their convenience, 24 hours per day, 7 days per week. Additionally, your customers have the ability to set-up recurring payments on a weekly, bi-weekly or monthly basis. With the service, individuals within your organization can initiate payments authorized by your customers over the telephone. Whether the payment was initiated by your customer online or over the phone, the payment details are captured and can be put in a format easily uploaded into your accounts receivables system. The customized website provides several options for verifying the customer account number so the information you receive is accurate and can be quickly uploaded without manual intervention or exceptions.

Online Bill Presentment and Payment provides comprehensive reporting with the ability to see payments as real-time payments, returned or cancelled payments, as well as registered customer details. Pricing for this service is customized. We would be happy to explore this further with you should we be awarded your banking services business.

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III. Value of Treasury Services

The Value Proposition of Working with SunTrust

The true test of value is whether the benefits you receive from your financial institution outweigh the costs of purchasing the products and services you need. SunTrust focuses on your overall business objectives and designs solutions to help you accomplish your goals. We are uniquely interested in helping the Village of Estero, Florida achieve a sound return on investment from the financial services we provide.

SunTrust accepts compensation in fees, balances or a combination of the two, depending on your preference. If fees are paid, there is no surcharge or separate price schedule.

The pro forma account analysis statement on the following page includes pricing based on the banking requirements described in the request for proposal and the volumes based on a comparable public funds client in Lee County. The chart below represents the average monthly balances of $4.7 million and fee of $697.52 for comparative services. The account analysis invoices are provided on the following pages. Again, we feel Option 2 is the best option for the Village of Estero, Florida at this time. Should we be fortunate enough to be awarded your banking services contract, we would meet with you regularly to discuss alternative options as the rate environment changes in the future.

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THE VILLAGE OF ESTERO, FLORIDA

ECR & Interest Comparison

(Comparable Public Funds Client in Lee County)

	Average Collected Balance	Equivalent Compensating Balances	Earnings Credit Rate	Earnings Credit	Avg Monthly Service Charge	Net Analysis Position (NAP)	Investable Balance	Interest Rate	Potential Interest Income	Net
Current Structure - Unavailable										
Proposed Structures - SunTrust										
Proposed Option 1 Municipal NOW (Interest Only)	$0.00	$0.00	0.00%	$0.00	$697.52	**($697.52)**	$4,786,130.63	0.070%	$284.55	**($412.97)**
Proposed Option 2 Public Funds Advantage NOW (Hybrid Account)	$1,642,547.10	$1,642,547.10	0.50%	$697.52	$697.52	**$0.00**	$3,143,583.53	0.100%	$266.99	**$266.99**

* Based on a comparable public funds client balances/service volumes

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SunTrust Pro Forma
Account Analysis Statement
Comparable Public Funds Client Proforma
(Municipal NOW structure)

†Balances	
Average Positive Ledger Balance	$4,824,186.27
Average Ledger Balance	$4,824,186.27
Less: Average Float	$38,055.64
Average Collected Balance	$4,786,130.63
Average Negative Collected Balance	$0.00
Average Positive Collected Balance	$4,786,130.63
Less: **0.00%** Related Reserves	$0.00
Average Available Balance	**$4,786,130.63**
Net Analysis Position	
Value Of Applicable Available Balance	$0.00
Earnings Credit Rate	0.00%
Less: Balance Based Charges	$697.52
Net Analysis Position	**($697.52)**
Balances Available for Additional Services	4,786,130.63

Services Provided For This Period		Volume	Unit Price	Svc Charges	Bal Required
	Demand Deposit Services				
3021	Account Maintenance - Monthly	7	6.0000	$42.00	$0.00
3220	Deposits Credited	47	0.5000	$23.50	$0.00
3268	Electronic Credits Posted	143	0.0800	$11.44	$0.00
3651	Items Deposited	195	0.0850	$16.58	$0.00
3261	Items Paid Not Enclosed	213	0.1700	$36.21	$0.00
3267	Electronic Debits Posted	49	0.0800	$3.92	$0.00
			subtotal:	**$133.65**	**$0.00**
	Zero Balance Services				
36654	ZBA Master Account	2	40.0000	$80.00	$0.00
36655	ZBA Sub Account	3	15.0000	$45.00	$0.00
			subtotal:	**$125.00**	**$0.00**
	Branch/Night Deposit Services				
9290	Branch Cash-Night Bag/ATM Dep	3	2.0000	$6.00	$0.00
9291	Branch Cash OTC Deposit/$1000	38	1.5500	$58.90	$0.00
			subtotal:	**$64.90**	**$0.00**
	ARP Services				
63455	Partial Recon - Base Fee	1	65.0000	$65.00	$0.00
63456	Partial Recon - Item Charge	213	0.0600	$12.78	$0.00
63450	Full Recon - Base Fee	0	100.0000	$0.00	$0.00
63451	Full Recon - Item Charge	0	0.0650	$0.00	$0.00
63208	ARP Auto D/T To Bank/Tran	0	12.0000	$0.00	$0.00
63217	ARP Auto D/T To Bank/Rcrd	0	0.0150	$0.00	$0.00
63209	ARP Auto D/T To Client/Tran	1	12.0000	$12.00	$0.00
63210	ARP Auto D/T To Client/Rcrd	213	0.0150	$3.20	$0.00
			subtotal:	**$92.98**	**$0.00**
	ACH Services				
73402	OTM ACH Batch Processing Fee	1	6.0000	$6.00	$0.00
73403	OTM PPD Debits	786	0.1300	$102.18	$0.00
73404	OTM PPD Credits	0	0.1300	$0.00	$0.00
73401	OTM ACH Coll Appl Mthly Fee	2	0.0000	$0.00	$0.00

Some fees for accounts on analysis may be offset by the value of the balances in the account. Fees for additional services are available upon request. Some fees may be billed in DDA and will not appear in this pro forma. Please contact your Treasury Sales Officer or Relationship Manager for details. SunTrust Bank, Member FDIC. SunTrust is a federally registered service mark of SunTrust Banks, Inc.

Services Provided For This Period		Volume	Unit Price	Svc Charges	Bal Required
			subtotal:	**$108.18**	**$0.00**
	Online Treasury Manager				
73254	OTM/OLC Maintenance Fee	1	0.0000	$0.00	$0.00
73256	OTM/OLC Prior Day Serv/Pr Mnth	1	20.0000	$20.00	$0.00
73258	OTM/OLC Prior Day Per Ac Maint	6	10.0000	$60.00	$0.00
73260	OTM/OLC Prior Day Per Item Dtl	469	0.0950	$44.56	$0.00
73280	Stop Service/Per Month	1	0.0000	$0.00	$0.00
73282	Stop Payment/Per Stop	0	15.0000	$0.00	$0.00
73284	ACH Service/Per Month	1	10.0000	$10.00	$0.00
73286	Acct Transfer/Per Transfer	0	1.0000	$0.00	$0.00
73294	Image Item Retrieval/Per Image	51	0.7500	$38.25	$0.00
			subtotal:	**$172.81**	**$0.00**
	Sweep Account Services				
81703	Automated Invest Sweep Acct	0	150.0000	$0.00	$0.00
			subtotal:	**$0.00**	**$0.00**
			Total:	**$697.52**	**$0.00**

† *Please Note: Fees for additional services utilized and not represented on this proforma will be charged at mutually agreed upon prices.*

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SunTrust Pro Forma
Account Analysis Statement
Comparable Public Funds Client Proforma
(PF Advantage NOW structure)

†Balances	
Average Positive Ledger Balance	$4,824,186.27
Average Ledger Balance	$4,824,186.27
Less: Average Float	$38,055.64
Average Collected Balance	$4,786,130.63
Average Negative Collected Balance	$0.00
Average Positive Collected Balance	$4,786,130.63
Less: **0.00%** Related Reserves	$0.00
Average Available Balance	**$4,786,130.63**
Net Analysis Position	
Value Of Applicable Available Balance	$2,032.47
Earnings Credit Rate	0.50%
Less: Balance Based Charges	$697.52
Net Analysis Position	**$1,334.95**
Balances Required to Offset Service Charges	$1,642,547.10
Excess Balances Available to Earn Interest	$3,143,583.53
Interest on Excess Balances at 0.10%	$266.99
Interest to be Posted To Account	**$266.99**

Services Provided For This Period		Volume	Unit Price	Svc Charges	Bal Required
	Demand Deposit Services				
3021	Account Maintenance - Monthly	7	6.0000	$42.00	$98,903.23
3220	Deposits Credited	47	0.5000	$23.50	$55,338.71
3268	Electronic Credits Posted	143	0.0800	$11.44	$26,939.35
3651	Items Deposited	195	0.0850	$16.58	$39,043.23
3261	Items Paid Not Enclosed	213	0.1700	$36.21	$85,268.71
3267	Electronic Debits Posted	49	0.0800	$3.92	$9,230.97
			subtotal:	**$133.65**	**$314,724.20**
	Zero Balance Services				
36654	ZBA Master Account	2	40.0000	$80.00	$188,387.10
36655	ZBA Sub Account	3	15.0000	$45.00	$105,967.74
			subtotal:	**$125.00**	**$294,354.84**
	Branch/Night Deposit Services				
9290	Branch Cash-Night Bag/ATM Dep	3	2.0000	$6.00	$14,129.03
9291	Branch Cash OTC Deposit/$1000	38	1.5500	$58.90	$138,700.00
			subtotal:	**$64.90**	**$152,829.03**
	ARP Services				
63455	Partial Recon - Base Fee	1	65.0000	$65.00	$153,064.52
63456	Partial Recon - Item Charge	213	0.0600	$12.78	$30,094.84
63450	Full Recon - Base Fee	0	100.0000	$0.00	$0.00
63451	Full Recon - Item Charge	0	0.0650	$0.00	$0.00
63208	ARP Auto D/T To Bank/Tran	0	12.0000	$0.00	$0.00
63217	ARP Auto D/T To Bank/Rcrd	0	0.0150	$0.00	$0.00
63209	ARP Auto D/T To Client/Tran	1	12.0000	$12.00	$28,258.06
63210	ARP Auto D/T To Client/Rcrd	213	0.0150	$3.20	$7,535.48
			subtotal:	**$92.98**	**$218,952.90**
	ACH Services				

Some fees for accounts on analysis may be offset by the value of the balances in the account. Fees for additional services are available upon request. Some fees may be billed in DDA and will not appear in this pro forma. Please contact your Treasury Sales Officer or Relationship Manager for details. SunTrust Bank, Member FDIC. SunTrust is a federally registered service mark of SunTrust Banks, Inc.

Services Provided For This Period		Volume	Unit Price	Svc Charges	Bal Required
73402	OTM ACH Batch Processing Fee	1	6.0000	$6.00	$14,129.03
73403	OTM PPD Debits	786	0.1300	$102.18	$240,617.42
73404	OTM PPD Credits	0	0.1300	$0.00	$0.00
73401	OTM ACH Coll Appl Mthly Fee	2	0.0000	$0.00	$0.00
			subtotal:	**$108.18**	**$254,746.45**
	Online Treasury Manager				
73254	OTM/OLC Maintenance Fee	1	0.0000	$0.00	$0.00
73256	OTM/OLC Prior Day Serv/Pr Mnth	1	20.0000	$20.00	$47,096.77
73258	OTM/OLC Prior Day Per Ac Maint	6	10.0000	$60.00	$141,290.32
73260	OTM/OLC Prior Day Per Item Dtl	469	0.0950	$44.56	$104,931.61
73280	Stop Service/Per Month	1	0.0000	$0.00	$0.00
73282	Stop Payment/Per Stop	0	15.0000	$0.00	$0.00
73284	ACH Service/Per Month	1	10.0000	$10.00	$23,548.39
73286	Acct Transfer/Per Transfer	0	1.0000	$0.00	$0.00
73294	Image Item Retrieval/Per Image	51	0.7500	$38.25	$90,072.58
			subtotal:	**$172.81**	**$406,939.67**
	Sweep Account Services				
81703	Automated Invest Sweep Acct	0	150.0000	$0.00	$0.00
			subtotal:	**$0.00**	**$0.00**
			Total:	**$697.52**	**$1,642,547.09**

† *Please Note: Fees for additional services utilized and not represented on this proforma will be charged at mutually agreed upon prices.*

IV. Interim Line of Credit Proposal

SUNTRUST BANK TERM SHEET

This Term Sheet:

- **Is for discussion purposes only**
- **Is not an offer to extend credit**
- **Is not a commitment to lend**
- **Is not an agreement to issue a commitment**

Municipal Advisor Rule Disclosure:

SunTrust Bank (Lender) is a regulated bank and makes direct purchase loans to Municipal Entities and Obligated Persons as defined under the Municipal Advisor Regulation, and in this term sheet is providing information regarding the terms under which it would make such a purchase for its own account.

a) Lender is not recommending an action to the Borrower, the Guarantors or the issuer of the debt;

b) Lender is not acting as an advisor to the Borrower, the Guarantors or the issuer of the debt and does not owe a fiduciary duty pursuant to Section 15B of the Exchange Act to the Borrower, the Guarantors or the issuer of the debt with respect to the information and material contained in this communication;

c) Lender is acting for its own interests; and

d) The Borrower, the Guarantors and the issuer of the debt should discuss any information and material contained in this communication with any and all internal or external advisors and experts that the municipal entity or obligated person deems appropriate before acting on this information or material.

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Borrower:	Village of Estero, Florida
Lender:	SunTrust Bank
Facility:	12-month Revolving Line of Credit
Purpose:	The proceeds from the Note will be used to fund working capital needs of the Village.
Amount:	Up to $1,500,000.00
Terms:	Interest shall be payable calculated on the basis of a 360-day year quarterly on January 1, April 1, July 1 and September 1 of each year commencing July 1, 2015. Principal payments shall be due upon maturity.
Security:	The Note will be secured solely by the full faith, credit and taxing authority of the Village of Estero

Interest Rate Options:

1.) **Taxable Rate** - The Note will bear interest at a per annum rate equal to the sum of 1-month LIBOR plus 2.00%. Today's rate would be 2.17% with the 10-year average indexed rate of 1.77% + 2.00% or 3.77%.

2.) **Tax-exempt Rate** - The Note will bear interest at a per annum rate equal to 67% of the sum of 1-month LIBOR plus 2.00%. Today's rate would be 1.45% with the 10-year average indexed rate of 2.53%.

   a. Note: Given cost of obtaining a qualified opinion to issue tax exempt debt; many clients opt to issue short term facilities as taxable.

Prepayment Alternatives:

The Lender will allow prepayment in whole and in part at par plus accrued interest and without penalty at any time upon two Business Days' notice to the Lender.

Legal Fees: Our proposed Lender's counsel is Michael Wiener at Holland & Knight in Lakeland, Florida.

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Fees for our counsel will be:

a. $2,500.00 if our counsel closes the transaction and reviews documentation prepared by the note counsel or counsel to the Borrower, or

b. $3,500.00 if our counsel closes the transaction and prepares all documentation.

c. Borrower agrees to pay all other reasonable fees, charges, expenses and costs in connection with the transaction.

Governing Law and Jurisdiction: State of Florida

Covenants and Conditions:

a. Borrower shall submit to the Lender annual financial statements within 180 days of fiscal year end and an annual budget within 30 days of adoption, together with any other information the Lender may reasonably request.

b. Borrower shall be required to deliver a written opinion from Borrower's Counsel, in form and substance acceptable to the Lender and Lender's Counsel.

c. The provisions, terms and conditions contained herein are not inclusive of all the anticipated terms that will be applicable to the credit and do not purport to summarize all of the conditions, covenants, definitions, representations, warranties, but shall include but not be limited to the waiver of jury trial, submission to jurisdiction and venue, right of set off for all accounts in the possession of Lender, events of default, to the lesser of 18% or the maximum allowed rate by law, acceleration, or other provisions that may be contained in documents required to consummate this financing. All of such terms will be set forth in the final, definitive loan documents, and all such terms must be acceptable to the Lender and its counsel. All matters relating to this loan are subject to

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Lender's policies and procedures in effect and applicable government statutes and regulations.

d. The Borrower agrees to establish initial banking services and operating accounts with Lender as the line of credit is viewed as a companion service to the Village for initial banking services contract.

e. The Borrow agrees to confirm the Village has received approval to receive State shared revenues.

f. The Village agrees not to issue additional debt during this initial 12 months without prior bank approval.

g. As provided by Florida State Statute, SunTrust has issued this term sheet with a term of twelve months. Article VII, Section 12 of the Florida Constitution provides: Counties, school districts, municipalities, special districts and local governmental bodies with taxing powers may issue bonds, certificates of indebtedness or any form of tax anticipation certificates, payable from ad valorem taxation and maturing more than twelve months after issuance only:
(a) to finance or refinance capital projects authorized by law and only when approved by vote of the electors who are owners of freeholds therein not wholly exempt from taxation; or

(b) to refund outstanding bonds and interest and redemption premium thereon at a lower net average interest cost rate.

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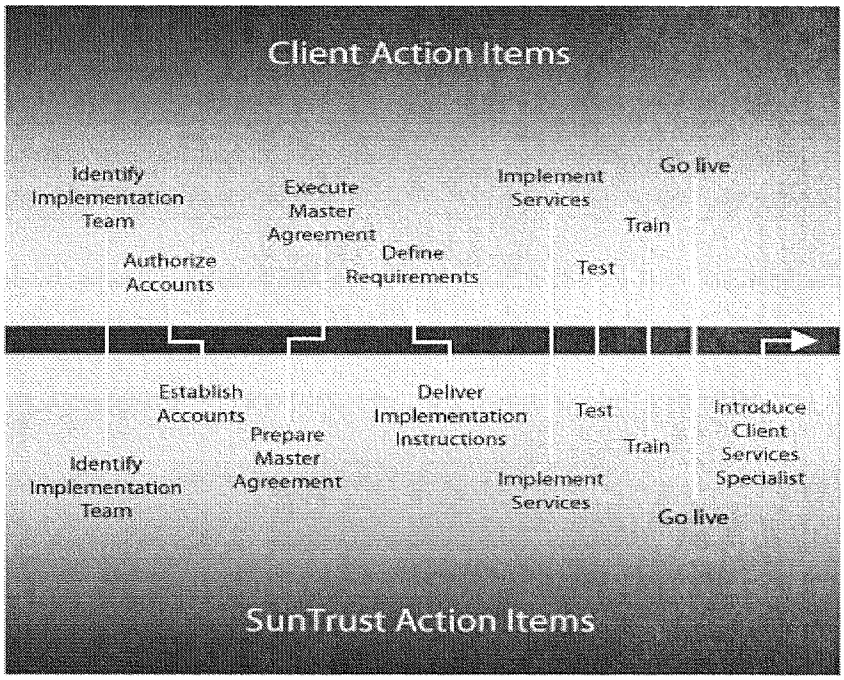
V. Next Steps

Moving Forward to Build a Strong Banking Partnership

The Village of Estero, Florida wants a banking partner with proven expertise in treasury and payment solutions and who has your best interests at heart. At SunTrust, we first understand your goals, and then we make it easy and convenient to meet them. In fact, our ability to affect a smooth implementation of services sets us apart from the industry and is one of our strongest differentiating characteristics.



Should we be fortunate enough to be awarded your business, a SunTrust team will be assembled, based on the services selected, to assist with all phases of the implementation and assure a successful implementation of your services. Implementation is initiated by the Treasury Management Officer, Maria Roman, and is typically divided into three stages:

- *Definition of Client Requirements*
- *Setup, Testing, and Training*
- *Post-Implementation Support*

Your Treasury Management Officer, Maria Roman, will schedule an initial meeting or conference call between your designated representatives and your SunTrust Implementation Project Manager, Janet Rodriguez. During this meeting, we will outline an implementation plan and address all

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critical business issues, including action steps and responsibilities for both SunTrust and your organization. Teresa will also conduct a fact-finding interview with your designated representative(s) to help assure all services will be established according to your requirements.

Janet will work with you to complete the necessary documentation regarding your requirements, work with SunTrust Operations to assure a successful implementation, conduct training for the personnel you designate, and continue to be your point of contact through an initial post implementation period following the setup of your service to help assure you understand how to use the service and are satisfied with it.

Once the implementation is completed and you are comfortable with the service, Janet will transition your servicing relationship to your dedicated Client Services Specialist, Maria "Millie" Garfinkle.

The Implementation Team assigned to your company is comprised of dedicated, highly trained resources to help to assure an efficient and successful implementation of your services. Although several SunTrust team members may be involved, Teresa will be your primary contact throughout the implementation process.

For the services described in this proposal, user manuals and/or quick reference guides are provided post implementation. Teresa will also monitor your services for a period after implementation to verify that the services are meeting your expectations and that you are properly trained.

SunTrust has managed thousands of transitions with well-defined processes that take the guesswork out of changing banks or implementing new services. The next steps noted below highlight the key milestones for implementing new treasury services with SunTrust. The implementation timeline that follows will be customized accordingly. A transition of this size and complexity would typically take approximately 6 to 8 weeks, however, we can accelerate the process is needed by the Village.

Conversion Steps for The Village of Estero, Florida

Identify Village implementation team members
Establish timelines and responsibilities
Ensure appropriate resources are devoted to this project for implementation and testing
Complete and sign service schedules and related documents
Define processing requirements and communicate them to SunTrust
Provide required information to SunTrust
Communicate to internal team members on status of implementation

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Go live

Conversion Steps for SunTrust

Identify SunTrust implementation team members
Establish timelines and responsibilities; complete project plan if needed
Prepare service schedule for the Village's review and signature
Receive all completed client documents required for service implementation
Provide Implementation Kit which includes items such as file layout specifications, user manuals, quick reference guides, FAQs or other resources to the Village.
Complete internal setup for (specific product)
Establish training appointment, if necessary
Go live
Contact the Village for post-implementation client survey
Transition The Village of Estero, Florida from Implementation Project Manager to Client Services Specialist

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SunTrust Implementation Timeline

Applicable to All Products

		0	1	2	3	4	5
Pre-Implementation	Identify Implementation Team	Joint					
	Establish timeline & responsibilities	Joint					
	Assign new account number(s) and provide MICR spec sheet, if necessary	SunTrust					
	Provide all necessary documentation including Terms & Conditions Web Site	SunTrust					
	Execute Deposit Account Resolution & Signature Cards for account opening, if necessary	Company					
	Open DDA accounts, if necessary	SunTrust					
	Read the Terms and Conditions from Web Site	Company					
	Execute Master Treasury Management Services Agreement, if not already on file	Client					
	Conduct *Requirements Meeting*	Client					
	Provide Implementation Materials, as applicable, for the clients specific processing requirements	SunTrust					
	Decide on any procedures and accounting processes and how they will be handled within your organization if new services are added	Company					
	Review information on Service Profile and confirm back to SunTrust	Company					
	Receive and validate all documents required for service implementation	SunTrust					
	Product Implementation Details Are Outlined in Individual Product Timelines Which Will Accompany This Document						
Post-Implementation	Treasury Implementation Project Manager supports your use of this service during a pre-defined monitoring period						
	Treasury Implementation Project Manager transitions your account to a Client Services Specialist for ongoing customer support						

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Company
Joint

SunTrust

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VI. Relationship Team

Your SunTrust Contacts At-A-Glance

We pride ourselves on providing a solid and stable Relationship Team who brings together the full resources of SunTrust Bank as well as the benefit of each individual's respective background and experience, to support The Village of Estero, Florida.

Relationship Team information for the Village is provided below and includes biographies and professional designations of the individuals who will assist with your implementation and daily servicing needs, including brief descriptions of their roles. Also provided in the Attachments section is *At a Glance – Your Treasury & Payment Solutions Team*, which is a quick reference for the names, phone and fax numbers and email addresses of the team members who will have ongoing responsibilities for servicing your account.

Relationship Manager

Joshua A. McCoy
Manatee County President
Telephone: (941) 951-3005
Fax: (941) 951-3244
Email: *joshua.a.mccoy@suntrust.com*

Joshua McCoy has over 10 years of Institutional and Government banking experience. Mr. McCoy serves as SunTrust Bank's Commercial Officer responsible for Government and Institutional entities in the Southwest Florida Region. Mr. McCoy manages a portfolio of Government, Municipal and Non-profit Institutional client. His portfolio composition is 36 local government clients which includes Counties, Cities, Towns, School Districts, Special Districts and Ports.

Mr. McCoy has a Bachelor in Business Administration from the University of Cincinnati with a double major in Finance and Treasury Management and is a member of the University of South Florida Executive MBA class of 2015.

Mr. McCoy is actively involved in multiple community affairs, currently serving as: FDIC "Money Smart" Finance Education facilitator, Ringling College of Art & Design 2013 Special Event Committee member, The University of Cincinnati Foundation, Florida Advisory Committee member, and a Sarasota YMCA Foundation Endowment Committee member.

Supporting Joshua on the Relationship Management and Treasury Team are:

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Relationship Specialist

Iris Robinson
Telephone: (239) 277-2553
Fax: (239) 277-2579
Email: *iris.robinson@suntrust.com*

Iris previously worked for SunTrust Bank in the Commercial Real Estate Lending area as a Commercial Banking Specialist for eleven years. She is currently working with Relationship Managers in Commercial Banking as a Relationship Specialist assisting government clients with the opening and maintenance of their depository accounts and loan products.

Treasury & Payment Solutions Officer

Maria Roman, CTP
Vice President
Telephone: (813) 224-2095
Fax: (813) 224-2662
Email: *maria.roman@suntrust.com*

Maria Roman, Vice President, is a Treasury Management Banking Officer for the Southwest Florida region. She has over 20 years of treasury management banking experience with 16 in the Southwest Florida region dedicated to the government sector. Maria earned her B.A. from Boston College. She is a Certified Treasury Professional and member of the Tampa Bay Association for Financial Professionals.

Treasury & Payment Solutions Analyst

Karyn Graham
Telephone: (813) 224-2369
Fax: (813) 224-2662
Email: *karyn.m.graham@suntrust.com*

Karyn Graham has over 27 years banking experience, which include eleven years with SunTrust Bank. She has worked in government banking, capital markets, and currently treasury management, focusing on providing analytical support for clients' needs and working closely with the Treasury Sales Executives.

Karyn attended the American Institute of Banking and was the recipient of the 2010 Chairman's Team award, May 2011 Premier Support award and 1Q & 3Q 2013 O.S.C.A.R. Outstanding Achievement awards.

Treasury Management Client Service Specialist

Maria "Millie" Garfinkle
Telephone: 1-866-448-6394 Ext. 100-6351

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Fax: (407) 237-6904
Email: maria.garfinkle@suntrust.com

Millie has held the responsibility of a Client Services Specialist in Treasury& Payment Solutions Division for eight years supporting a portfolio of government clients. She joined SunTrust Bank in 2001 and has over 12 years' experience in the banking industry. Millie started with SunTrust as a customer service representative in STOLI and has advanced through the following positions: business banking representative and commercial banking representative leading her to Treasury Management in 2005.

Millie was the recipient of the April 2011 Premier Provider Award for her excellent servicing skills. Prior to working for SunTrust, Millie worked for timeshare giants Sheraton & Westgate in the respective accounting departments. Millie is fluent in English and Spanish.

Implementation Project Manager

Janet Rodriguez
Telephone: (407) 237-5403
Fax: (407) 237-6022
Email: janet.rodriguez@suntrust.com

Janet has been an Onboarding Project Manager in the Treasury & Payment Solutions Division for over 8 years and in the position of Lead Project Manager for the past 3 years. She joined SunTrust in February 2007.

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VII. Product Descriptions

Details of Our Product Capabilities

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Zero Balance Account

Managing separate bank accounts is time consuming and inefficient. To maximize use of funds, your staff must transfer excess funds from your secondary accounts and your main account daily. The result is a significant number of routine transfers, causing higher banking fees. Further, manually transferring funds between accounts is inefficient and error-prone, and can result in either excess or insufficient balances. The Zero Balance Account is an automated method for funding disbursement activity and consolidating depository activity.

The SunTrust Zero Balance Account service lets you establish independent operating accounts, called sub-accounts, for each location, division or account type. Each sub-account is then linked to a single master account. At the end of the day, the subsidiary account is adjusted to zero or a pre-set target balance by automatic transfers to or from the master account. The Zero Balance Account gives you centralized control over your funds while minimizing banking fees and daily monitoring your staff.

Product Details

Zero Balance Accounts can be configured in a variety of ways to accommodate your unique needs.

- A SunTrust commercial checking account is designated as the master account. You then link any number of sub-accounts to the master account.
- Sub-accounts and master accounts can have depository and/or disbursement activity.
- At the end of the day, the sub-account ledger balance is adjusted to zero or to a pre-set target balance, and the appropriate amount is automatically transferred to or from the master account.
- Three tiers of accounts can be established: subsidiary, master and super master.
- Daily transaction and balance information is available through our Web-based cash management service which provides information reporting.
- Separate statements are produced for each sub-account detailing transactions and zero balance transfers, providing an independent audit trail.
- A paper simulated statement can also be provided. It suppresses the zero balance transfer transactions and reports balances for the account as though the funds are maintained in the sub-account rather than in the master account.

Key Benefits

Zero Balance Accounts give you the ability to create and maintain a complex account structure while minimizing banking fees and clerical workload.

- **Manage funds centrally.** Automatically concentrate funds into a central master account to give you greater control over your funds.
- **Maintain decentralized accounts.** Allows operating units to transact business without direct access to corporate funds.
- **Maximize cash earnings.** Pooling your funds to a single account eliminates idle cash, and makes it easy to transfer them into overnight investment vehicles.
- **Reduce banking fees.** The fees associated with routine transfers and balance reporting are eliminated.
- **Improve staff productivity.** Eliminates time spent monitoring and transferring account balances, freeing your staff for other important tasks.
- **Simplify internal accounting.** Separate statements for each sub-account simplify record keeping while providing a unique audit trail.

Getting the Most from Zero Balance Accounts

To complement our Zero Balance Account service, we recommend:

- Business Sweep
- SunTrust Online Courier®
- Online Treasury Manager℠

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Branch Deposit Services

Businesses that rely on cash to transact business have specific requirements. You need a way for your employees to make deposits, both during normal hours and after hours. Just as important, you need sufficient quantities of currency and coin so you can make change for your customers. At SunTrust, we provide a variety of branch and night depository services to support your operations.

Your employees can deposit cash and checks at any SunTrust branch, any time of the day or night. Deposits can be handed directly to a branch teller during normal business hours. After hours, our convenient night depositories offer a secure alternative for depositing cash and checks. With over 1,700 bank branches, SunTrust provides you and your employees with a convenient way to conduct your banking.

Product Details

SunTrust deposit services are designed with the features that business clients want.

Branch/Night Depository

- Process coin and currency deposits either at the teller window or through the night depository.
- Place orders for coin and currency to be picked up at a branch location.
- Deposits that are made by 4:00 p.m. local time or branch closure, whichever is later, receive same day credit.
- After 7:00 a.m. local time each bank business day, the night depository is opened under dual control and all deposits are logged for processing. Deposits are given same day credit.
- After-hour depository locations are well lit and monitored by security cameras for the safety of you and your staff.

Rapid Receipt

- Rapid Receipt® offers a streamlined process for making deposits.
- You use a two-section, tamper-evident deposit bag with a bottom pocket for your deposit slip and checks and a top pocket for cash.
- The teller processes the checks and deposit slip, substituting a ticket for the cash amount shown. The bag, with the cash pouch still sealed, is stored in the teller vault.
- Cash deposits are counted within forty-eight hours of being deposited. If there is a discrepancy over $10, a detailed adjustment notice will be mailed to you.

Key Benefits

- **Improve convenience.** With over 1,700 branch locations and night depositories, it's easy to find a location that is near your office or locations.
- **Maintain sufficient on-hand cash supply.** Because your employees can place coin and currency change orders at local branches, you can be confident you will not run short on cash necessary to make change for your customers.
- **Improve employee productivity.** With Rapid Receipt, your employees no longer have to wait in lines at the teller window while your cash deposits are being counted.
- **Ensure employee safety.** The ability to make deposits day or night means you don't have to store large deposits overnight, and that minimizes security risks for your employees.

Getting the Most from Deposit Services

To complement our Deposit Services, we recommend these products.

- Cash Services
- Deposit Reconciliation
- Online Check Deposit
- Online Treasury Manager℠
- SunTrust Online Courier®
- Return Item Processing

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Automated Clearing House Services

Issuing checks is a commonly used and widely accepted way to transfer funds between organizations. But when you calculate the costs associated with printing, issuing, mailing, depositing and reconciling checks, it's also one of the most expensive. Automated Clearing House (ACH) transactions offer timely and efficient payment at a lower cost.

ACH is helping fuel the shift in payments from check to electronic alternatives. According to NACHA, the organization that develops and maintains the standards for the ACH network, annual ACH payment volume continues to rise significantly. Businesses have increasingly embraced this electronic payment method for both collections and disbursements, eliminating the costs and inefficiencies associated with checks, and in many cases improving cash flow and payment certainty. SunTrust offers a complete line of ACH services to accommodate all your funds transfer needs.

ACH Product Line

Direct Deposit

Pay employees by depositing payroll directly into their checking or savings accounts. You can also use direct deposit for expense reimbursement, dividend and other payments. Add the Skylight® Debit Card Account service* and you can also pay employees without bank accounts by direct deposit.

Pre-funded ACH Credit Origination

Fully fund your payments in advance. This service is ideal for smaller companies or start-ups that do not yet qualify for traditional ACH services.

Pre-authorized Debit

Collect recurring bills electronically by debiting your customers' accounts. Pre-authorized debits are ideal for insurance premiums, utility bills, membership dues, subscriptions and charitable contributions.

Corporate Payments

Make payments to, or collect payments from, vendors and trading partners electronically. They provide an excellent and inexpensive alternative to wire transfers.

Federal and State Tax Payments

Pay taxes electronically in a secure, efficient and cost-effective environment. Choose TTAX*plus*® or Online Treasury Manager℠, our web-based cash management service, to process these payments.

Cash Concentration Service

If you make deposits into accounts at multiple banks, cash concentration lets you automatically transfer funds into your primary account.

Key Benefits

ACH gives you the ability to transfer funds more efficiently, cost effectively, and safely than with checks.

- **Minimize risk.** ACH services in combination with ACH Fraud Control give you more control over your transactions. Your risk of losses that are common with paper checks is decreased.
- **Improve cash flow forecasting.** By processing payments electronically, you can more accurately predict availability of funds.
- **Improve efficiency.** ACH transactions are entirely electronic, decreasing the handling costs associated with processing and reconciling paper checks.
- **Reduce banking fees.** ACH transactions are less expensive than wire transfers and usually less expensive than using paper checks, too.
- **Fast access to funds.** Unlike checks that take time to clear, ACH transactions provide almost immediate access to funds. That means you can use those funds sooner to invest or pay down your line of credit.

Getting the Most from ACH

To complement our ACH origination services, we recommend:

- ACH Fraud Control
- Electronic Data Interchange
- Online File Transfer
- Online Treasury Manager
- Payroll Card (Skylight Debit Card Account)
- SunTrust Online Courier®
- TTAX*plus*

* SunTrust offers a referral arrangement to Skylight Financial, Inc. for the Skylight Debit Card program. Skylight is not an affiliate of SunTrust Bank.

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Online File Transfer

With the click of a mouse, Online File Transfer allows you to transmit files to and from SunTrust easily and securely. Whether you use your Internet Browser or a secure FTP (File Transfer Protocol) client software package for your transmissions, you can send and receive files to or from SunTrust right from your company's network or your hard drive. Online File Transfer allows you to dedicate more time and resources to your business while integrating the financial data sent or received over the internet with your existing internal applications and processes.

Product Details

Streamlined data transmission

Online File Transfer allows you to streamline your data transmission process with the ability to send or receive data over the internet – providing greater efficiency over dial-up transmissions. Plus, you can quickly integrate the data you've downloaded into a treasury workstation or back-office application.

Services supported

Online File Transfer allows you to transmit or retrieve data files in ASCII (text) or binary formats for several treasury management services, including:

- Account Analysis
- Account Reconciliation
- Automated Clearing House (ACH) Services
- Check Fraud Protection - Positive Pay, Payee Name Verification, Controlled Payment Reconciliation
- eClaim Revenue Gateway®
- Electronic Data Interchange (EDI)
- Enterprise Payment Processing®
- Image Delivery Services
- Image Cash Letter
- Lockbox
- Online Treasury Manager℠
- Return Items

Secure and easy to use

Whether you transmit files over the internet using the HTTPS option or your own secure FTP client software package, your data files are encrypted when they are transmitted to or from SunTrust, helping to mitigate fraud and loss.

All you need to access your company's Online File Transfer mailbox at SunTrust is your assigned User ID and Password.

Key Benefits

- **Mitigate risk** and exposure to fraud with the secure transmission of files.
- **Improve efficiency** with the ability to manage more of your financial needs online.
- **Reduce expense** by saving on long-distance charges associated with dial-up transmissions.
- **Check transmission** status with readily available confirmations.

	Hypertext Transfer Protocol Secure (HTTPS)	File Transfer Protocol Secure (FTPS)
Encryption Strength	128-bit encryption level	128-bit encryption level
Software Requirements	Microsoft Internet Explorer version 6.0 or higher SSL capable	FTP client software SSL capable
Transmission	Internet, HTTPS utilizing SSL	Internet, FTPS utilizing SSL
Parameters	You must initiate all file uploads or downloads. Scheduling software does not apply to the HTTPS solution.	SunTrust can provide automated scripts for Ipswitch WS/FTP. For any other FTP client software, your company will need to prepare the script.
Confirmations	View the directory to confirm your completed file transmission.	Refer to the file confirmation feature described in your FTP software.

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Payroll Card

Many companies recognize the advantages of direct deposit. But, for your employees who don't have traditional bank accounts, direct deposit has not been an option. That is, until now. The Skylight® Debit Card Account from Skylight Financial[1] allows you to accommodate the needs of a diverse employee base. Though similar to a stored-value card, the Debit Card Account is owned by your employee, not your company. This minimizes your liability for overdrafts and lost or stolen cards. And, because Skylight manages the account, your staff is free to focus on other important tasks. With the addition of the Skylight card to your direct deposit program, you may be able to distribute 100% of your company payroll through your direct deposit service while bringing valuable benefits to your employees.

Product Details

The Debit Card Account can be offered to any of your employees, regardless of their credit history.

- The program is easy to manage and implement, with no software to install.
- You receive an inventory of instant-issue card packs that allow for easy integration with your existing direct deposit system.
- You can send direct deposit of payroll to the Skylight card as you would to any other account.
- A range of pricing options enables you either to subsidize the accounts or have your employees pay their own fees.
- Skylight can easily accommodate special requirements such as same-day funding for termination pay.
- Online Wage Statements enable your company to implement delivery of electronic pay statements quickly, so you no longer have to mail them.

Key Benefits

Not only does the payroll card solution bring efficiencies to your company, but your employees will appreciate the added benefits as well.

For Your Company

- **Achieve 100% direct deposit.** Minimize the costs and inefficiencies associated with distributing paper checks.
- **Minimize liability.** The Skylight debit card account is used in combination with a PIN which minimizes the risk of fraud and losses typically associated with checks. Because your employee owns the account, you are not liable for lost or stolen cards, or overdrawn accounts.

For Your Employees

- **Access all funds easily.** Cardholders can access funds through ATMs and at merchants who accept debit cards. Unlimited free SkylightChecks give cardholders access to 100% of their pay. The card may be used for other electronic debits or credits.
- **Use the card with more merchants.** The automatic upgrade to the Visa® Card allows individuals to make signature-based and card-not-present transactions with any merchant that accepts Visa Debit Cards[2].
- **Send funds to loved ones easily.** Employees can use sub-accounts to distribute funds quickly to family or friends in the U.S. and internationally.
- **Provides Bank Reference.** Because the Skylight account is individually owned, employees may use it as a bank reference.
- **Enjoy account portability.** Employees own the account and can take it with them if they leave your company.
- **Get the service you need.** Cardholders can use a toll-free number or the Internet to access information about their account.
- **Pay as you go.** Cardholders pay no monthly maintenance fee. Transaction costs are incurred only when the card is used.

Getting the Most from your Payroll Card service

To complement the SunTrust Payroll Card service, we recommend:

- Online Treasury Manager℠
- SunTrust at Work® [3]
- ACH Direct Deposit

1 SunTrust offers a referral arrangement to Skylight Financial, Inc. for the Skylight Debit Card program. Skylight is not an affiliate of SunTrust Bank.

2 The Skylight Visa Debit Card is a prepaid card issued through SunTrust Bank pursuant to a license from Visa, U.S.A.

3 SunTrust at Work is a customized banking package for your employees, which includes value-added benefits.

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Merchant Services

As a business owner, you are constantly looking for ways to build customer loyalty and increase revenues. Your customers are looking for easy, safe and flexible payment options to pay for products and services. A recent study conducted by the U.S. Federal Reserve confirms that check activity is on the decline and is being replaced by electronic payment methods. To accommodate these changing behaviors, your business may want to offer your customers the convenience of paying electronically.

There are thousands of firms that offer merchant services, but few offer the combination of simplicity, efficiency, and competitive rates that you require. With over 67,000 merchants and 420 million transactions annually, SunTrust Merchant Services has the experience you need. What makes us unique is that we tailor a program to meet your specific requirements. Through our relationship with First Data Merchant Services, a leader in the electronic payments industry, we support this program with quick implementation, ongoing customer support and advanced technology solutions that evolve with your business and market trends. Whether your business currently accepts card transactions or you are exploring this as a new opportunity, rely on SunTrust Merchant Services to be your partner for payment processing.

Product Details

SunTrust Merchant Services offers full service and flexible solutions to accommodate your payment processing needs.

Flexible Payment Methods

- Offer your customers any of the most popular cards, including Visa®, MasterCard®, American Express®, Discover® Network, and debit cards.
- SunTrust Merchant Services supports processing of payments received by point-of-sale, phone, mail, and Internet.
- SunTrust Merchant Services offers proprietary gift cards, which can be branded with your company logo.
- SunTrust Merchant Services provides some of the most competitive discount rates in the industry.
- When your funds are deposited into a SunTrust business deposit account, your funds will be available the next business day.

Comprehensive Reporting

- Through our online reporting tool, you'll get fast, free, and easy access to your merchant account information.
- Merchants receive a well-organized statement in a format that is both detailed and easy to read.
- Fees are deducted from your account once a month to minimize the reconciliation effort.

Implementation and Support

- Quick and efficient implementation services mean you go live quickly, regardless of whether you are implementing a new system or transferring services from another bank.
- Ongoing support services give you access to professionals who can answer questions or troubleshoot problems.
- Enhancements and upgrades keep pace with your changing needs.
- First Data Merchant Services offers unmatched expertise and highly customizable solutions to help you manage fraud through detection, reduction, control and prevention.

Key Benefits

Our card processing services offer you a variety of advantages and benefits.

- **Increase Customer Spending.** A variety of payment options including credit card, debit card, electronic bank transfer (EBT), and gift card provides maximum convenience for your customers.
- **Maximize Flexibility.** By choosing only the cards you want and the services you need, we can customize your program to your exact requirements.
- **Improve Cash Flow.** Due to transactions being settled quickly, you have timely access to your funds and, because fees are only deducted once a month, you have access to your funds for more days each month.
- **Minimize Staff Workload.** The account statement you receive is designed to make it easy for you to review program activity and reconcile your transactions.

Merchant services are provided by SunTrust Merchant Services, LLC, an alliance formed by FDMS Partner, Inc., Unified Partner, Inc. and SunTrust Bank.
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Online Treasury Manager

In today's fast paced business environment, it is challenging to manage working capital and liquidity effectively. To maintain a competitive edge, you need on-demand access to balances and account information and the ability to execute transactions easily. With SunTrust Online Treasury Manager you get convenient, flexible access to important information in an easy-to-use interface. You can access information from multiple accounts and perform transactions in a single secure application to optimize cash flow and manage liquidity.*

Product Details

Designed for small, medium and large businesses, Online Treasury Manager is a browser-based tool used to access transaction and account data and initiate transactions and service requests. With this service, you can manage a wide range of SunTrust treasury management services.*

Information Reporting and Data Management

- Access prior day and same day balances, including current day wire debits and credits.
- View images of paper-based transactions including paid checks, deposit tickets and deposited items.
- Verify check status and issue stop payments.
- Review report details, such as ACH returned items, and ACH, EDI and Wire remittance information.
- Access historical information and transactions, with a history retention period of 186 calendar days.
- Approve or reject potentially fraudulent checks identified through use of our Positive Pay service.
- Export financial data into other applications such as treasury workstations or other applications.

Transaction Initiation

With Online Treasury Manager, it's easy to move money between your business accounts at SunTrust, or between your SunTrust account and accounts at any other bank.

- Use the Account Transfer service to move funds between your SunTrust accounts.
- Initiate domestic and international ACH transactions for various purposes, including payroll, tax and vendor payments, and pre-authorized debits.
- Use wire transfers for payments to be made on a same day or recurring basis. Initiate repetitive or free-form wire transfers, domestically or internationally.

Security and Administrative Control

Online Treasury Manager includes robust security features designed to help keep your company's online transactions safe from fraud. Standard security features include Trusteer Rapport, dual approval, dual administration, security challenge questions, wire pins, transaction monitoring and audit reporting.

Key Benefits

With Online Treasury Manager, you can manage your accounts and initiate services efficiently in less time.

- Easy access to banking services. This tool offers a single, easy-to-use interface through which you can access many banking services.
- Information on-demand. You never have to wait for a mailed statement; access current account balances and other information when you need it.
- Improve decision making. By exporting your financial data to other applications such as a spreadsheet, you can perform detailed analysis and 'what if' modeling.
- Lower banking fees through automation. Wire transfer fees are significantly reduced when the wire is initiated online instead of by telephone.

Getting the Most from Online Treasury Manager

With this browser-based banking solution you can manage your workflow using a single dashboard view to review items requiring action, such as approval of wire and account transfer requests. You can also access a variety of other banking services including Information Reporting, Positive Pay, Online Images, Wire Transfer, ACH Initiation, Stop Payments, and Account Transfers. Whether you use depository, disbursement or both capabilities from SunTrust, this is an ideal complement for access to account information and transaction initiation.

* Some treasury management services may be subject to bank approval prior to being accessed through Online Treasury Manager.

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Account Reconciliation

Regular and timely reconciliation of your disbursement accounts identifies errors and minimizes your risk of loss due to fraud or theft. Manually reconciling your bank account to your general ledger can be both tedious and time consuming. By automating your reconciliation process, you reduce the time it takes, improve accuracy and free your staff to focus on other core business functions.

SunTrust Account Reconciliation services represent an easy and cost-effective way to automate your reconciliation process. Depending on your check volume, you can choose between Full Reconciliation or Partial Reconciliation. Both services provide you with information you need to reconcile your account more quickly and more accurately. If you have multiple divisions, departments, or legal entities that issue checks, you may want to consider using the Sub Account Management service.

Product Details

Choose the option best suited to your internal capabilities and requirements.

Full Reconciliation

Full Reconciliation is ideal for organizations with larger check volumes or those who need a fully automated solution.

- You transmit check issue information to SunTrust.
- We automatically match and balance this data, including correction of encoding errors, against checks that were paid to determine outstanding items.
- We deliver your reconciled statement to you along with a checks paid listing, checks outstanding listing, a recap of posted items, reports of miscellaneous credits and debits, and more.

Partial Reconciliation

Partial Reconciliation is ideal for organizations with smaller check volumes or who need to improve the efficiency of their reconciliation process.

- You receive a listing of paid items for the statement cycle, either on paper or electronically. You then process the paid items to your accounts payable or payroll systems.
- Your reconciled statement includes a listing of paid checks, a recap of posted items, and reports of miscellaneous credits and debits.

Sub Account Management

Sub Account Management is designed for organizations that generate checks from multiple locations, but want to benefit from the expense and control advantages of maintaining a single disbursement account.

Each disbursing location issues checks with unique serial numbers. We use this information to provide you with a report of disbursement activity by location.

Key Benefits

The SunTrust Account Reconciliation Plan gives you the tools you need to reconcile your accounts more accurately and in less time.

- **Improve accuracy.** You can transition your reconciliations from a manual process that is prone to error to an automated one that reduces errors.
- **Minimize risk.** Reconciliation alerts you to errors and potential theft or fraudulent activity.
- **Improve efficiency.** Automating the reconcilement process frees your staff for other, higher value tasks.
- **Lower costs.** Manual reconciliation is labor intensive, and that means higher costs. By automating the process, you dramatically reduce clerical workload, which can ultimately lower costs.

Getting the Most from Account Reconciliation

To complement our Account Reconciliation Plan service, we recommend:

- Check Fraud Protection through Positive Pay
- Image Delivery Services
- Online File Transfer
- Online Treasury Manager℠

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Business Sweep

Managing daily fluctuations in cash flow is at the heart of efficient cash management. If your disbursements are larger than your receipts on any given day, you have to supplement your disbursement account with additional funds. Likewise, if cash receipts are larger than disbursements, you have to decide how you want to handle the excess funds in your account. Either way, such routine decisions are time consuming and require precise information. The Business Sweep service automates cash management decisions, making the entire process more efficient and cost-effective.

At the end of each business day, Business Sweep calculates the Sweep Available Balance[1] position in your business checking account and then compares the result to a predetermined target balance. If your net cash position is greater than your target balance, Business Sweep automatically uses excess funds to pay down your line of credit[2], or it transfers excess funds into an investment vehicle that you select. If your net cash position is less than your target balance, Business Sweep automatically transfers funds from your investment vehicle to cover the shortage or borrows the necessary funds against your line of credit. Business Sweep – a fully automated cash management solution.

Product Details

Choose the Business Sweep option that makes the most sense for your organization.

Automatic Investment

If your net available cash position exceeds your target balance, excess funds are swept from your account into your chosen investment instrument. This maximizes overnight earnings power.

A representative from SunTrust Robinson Humphrey[3] can assist you in choosing the investment vehicle that is best for you.

Select from a variety of investment options, including SunTrust Master Note or one of several money market mutual funds.[4]

Automatic Borrowing

If your net cash position is below your target balance, we draw against your line of credit[2] to cover the insufficient balance. This minimizes interest expense by advancing only those funds required to meet your daily obligation.

Full Service Sweep

If your cash needs fluctuate or are seasonal, Full Service Sweep combines the benefits of both automatic investment and automatic borrowing. If there is an outstanding loan balance, excess funds pay down the loan first. In turn, if your account has a deficit balance, the necessary funds will be transferred from your investment, or if no investment is available, borrowed from your line of credit.

Key Benefits

Business Sweep processing occurs at the end of the business day, eliminating the need to predict receipts and disbursements.

Earn competitive interest income. Eliminate idle balances by investing excess funds in a vehicle with a competitive rate of return.

Minimize interest expense. By using excess balances to repay outstanding loans automatically, you minimize your interest expense and preserve your line of credit.

Minimize clerical workload. Business Sweep automatically makes routine cash management decisions according to your instructions, reducing the effort by your staff in managing daily cash flow.

Getting the Most from Business Sweep

To complement our Business Sweep service, we recommend:

- Business Money Market Performance Account
- Online Treasury Manager
- Zero Balance Account

[1] Sweep Available Balance means the balance of collected funds in the account, less the dollar amount of such funds subject to any (i) transaction holds, including without limitation, holds for Check Card and ATM Card transactions, cashed checks, and deposited items for which we have received a return notice, (ii) legal holds, and (iii) certain other holds we have placed on the account.

[2] All extensions of credit and credit-related services are subject to prior approval.

[3] SunTrust Robinson Humphrey, Inc., member NYSE, FINRA and SIPC, is a broker-dealer, not a bank. SunTrust Master Notes and money market mutual funds are offered by SunTrust Robinson Humphrey, Inc.

[4] For a prospectus on mutual funds and for complete information about sweep accounts, including fees and expenses, call SunTrust Robinson Humphrey at 800.241.0901. Money market mutual funds are neither insured nor guaranteed by the U. S. Government, and there can be no assurance that the fund will be able to maintain a stable net asset value of $1.00 per share. Read the prospectus carefully before you invest or send money.

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ACH Fraud Control

The Automated Clearing House, or ACH, is an efficient and cost-effective way to distribute or receive funds. Unfortunately, fraudulent ACH transactions are on the rise. That's a problem because unauthorized ACH transactions can result in losses — sometimes significant losses — that you may not learn about until it's too late. To minimize the risk of unauthorized incoming ACH transactions posting to your account, SunTrust offers ACH Fraud Control.

ACH Fraud Control is a valuable tool for managing your risk of loss as a result of unauthorized ACH transactions you receive. You set specific control parameters on your accounts to define which ACH transactions you receive are allowed and which are rejected. You may review these potentially unauthorized transactions, accept any of these rejected transactions, and easily set up an authorization to allow future transactions from a particular company, all online. Nothing eliminates risk entirely, but with ACH Fraud Control, you've got an effective fraud protection tool.

Product Details

ACH Fraud Control lets you choose the protection level that is best for your organization.

Block All Activity

This is the most stringent protection option, providing you with the maximum protection. It enables you to block all incoming ACH debits, credits, or both. Every transaction that meets your criteria is rejected.

Online ACH Control

Use Online ACH Control to review potentially unauthorized incoming ACH transactions, accept legitimate transactions, and return unauthorized transactions online.

- Receive emailed alerts notifying you of key events such as when a decision needs to be made on a pending transaction or that decision needs to be verified
- Accept a transaction from a company the first time — then using the Company ID provided for you, set up an authorization to allow future transactions from that company
- Use dual verification to ensure decisions are approved by a second user
- If desired, specify the number of transactions you would like to allow from a company along with the maximum dollar amount
- Take no action and the electronic transactions are automatically returned, helping protect your business from fraudulent activity

Unauthorized Debit Reporting

This emailed report provides the identities of the people or entities who attempt to debit your accounts without authorization. Details such as the dollar amount, company name and company ID, allow you to quickly identify fraudulent or erroneous debits.

Key Benefits

Minimize the risk of losses due to fraudulent ACH transactions you receive with an effective and easy-to-use solution.

- **Minimize losses.** Prevent unauthorized incoming transactions before they occur.
- **Improve control.** Increase your control over ACH transactions that post to your account with enhanced decision making, monitoring and reporting tools.
- **Reduce errors.** Because ACH Fraud Control catches unauthorized transactions, you avoid recurring common errors, such as misrouted transactions or erroneous dollar amounts posting to your account.
- **Enhance ACH usage.** Enjoy the low cost and cash flow advantages of receiving ACH transactions without increasing your security risk.
- **Minimize costs.** By preventing losses before they occur, you save the time, effort, and costs associated with recovering lost funds.
- **Reduce workload.** Unauthorized debits are returned automatically with no action required by your staff.

Getting the Most from ACH Fraud Control

To complement our ACH Fraud Control service, we recommend:

- Online Treasury Manager℠
- SunTrust Online Courier®
- UPIC® (Universal Payment Identification Code)

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Positive Pay

Protecting your business against check fraud isn't easy. According to a recent survey* released by the Association for Financial Professionals, 93% of organizations experiencing payments fraud reported that their checks had been targeted. For many organizations, check fraud losses are never recovered. Positive Pay from SunTrust gives you an effective tool for identifying fraudulent checks so that appropriate action can be taken to mitigate your risk.

Positive Pay increases your company's control over check payments. You transmit your check issue records to SunTrust as checks are written. We match your check issue records to checks paid against your account. If a check does not match your issue record, SunTrust notifies you. You can then research the check and provide SunTrust with your pay or return decision. You can't eliminate check fraud altogether, but with Positive Pay you can minimize your risk.

Product Details

- Using the SunTrust Online File Transfer service, you transmit your check issue records to SunTrust along with any manually issued and voided checks.
- When checks are paid against your account, we first correct encoding errors then compare them to your check issue records to verify the check number, check amount, including the validity of the payee name, if you select this option.
- Checks that do not match are labeled as exceptions and you are notified, so you can determine if the checks should be paid or returned.
- We notify you about exception checks through Online Treasury Manager℠. It provides email alerts, exception reports, images of exception checks, and an online way for you to send your pay or return instructions to the bank.
- With the Reverse Positive Pay option, the bank transmits a file of paid check data to you each day. Upon receipt, you match the paid checks against your issue records and notify SunTrust of any checks to be returned. Your decisions must be delivered to the bank the same day you receive the data file.

Branch Teller Access

With Branch Teller Access, SunTrust branch personnel validate checks presented for payment to the outstanding issue records on file with the bank. Check information is updated multiple times per day as issues are received. If the issue record is not on file for a check, you will be called for payment and handling instructions.

Branch Teller Access to verify the payee name is not currently available on Positive Pay items.

Key Benefits

Positive Pay gives you an economical way to minimize your risk of loss due to fraudulent checks.

- **Reduce losses to fraud.** Without Positive Pay, you may not have the necessary tools to identify fraudulent transactions easily or quickly. And, significant time and expense may be required to recover funds.
- **Timely reporting.** Receiving reported exceptions and having immediate access to the check images lets you make pay or return decisions more easily and quickly.
- **Minimize clerical workload.** By notifying your staff of exceptions and providing them with the information needed to research each item, Positive Pay reduces the workload and potential loss due to fraud.

Getting the Most from Positive Pay

To complement our Positive Pay service, we recommend:

- Account Reconciliation
- Online Treasury Manager℠
- SunTrust Online Courier®
- Online File Transfer
- Image Delivery Services
- Enterprise Payment Processing®

* *2011 AFP Payments Fraud and Control Survey Report of Survey Results*, ©2011 Association for Financial Professionals, Inc.

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Online Check Deposit

Do you or your employees spend a lot of time going to the bank to deposit checks? If yes, consider using the Online Check Deposit service from SunTrust. It's designed to meet the needs of businesses that receive several checks per day, but need to spend their time on more strategic tasks than traveling to the bank to make deposits.

With a minimal investment in hardware, you can use Online Check Deposit to deposit checks as late as 10:30 p.m. ET. And it's easy. A check scanner at your desktop captures the check images and transmits them electronically to SunTrust. You can also capture remittance data that accompanied your checks, allowing you to spend more time focusing on your business.

Product Details

The SunTrust Online Check Deposit service is designed to streamline your banking by providing electronic check deposit processing.

In-house depository

- Process and send deposits from your place of business.
- Receive same-day credit for check deposits submitted by 10:30 p.m. ET on bank business days.
- Capture remittance coupons or key-enter additional data associated with checks captured.
- Search images associated with deposits for 90 calendar days after transmission.
- Save time using the automated features of Online Check Deposit:
  - Using Courtesy Amount Recognition (CAR), the check amounts in your deposit are automatically recognized and captured with a high degree of accuracy.
  - Check amounts that cannot be identified by the system with a high degree of certainty are presented for review and input by you.
  - For additional control, Online Check Deposit reconciles the total dollar amount of items scanned to the deposit total you input.

Security

- Access to Online Check Deposit requires a unique user ID and password.
- Deposits are transmitted over a secure, direct connection to SunTrust.
- Online Check Deposit uses 128-bit SSL for all electronic communications.
- Trusteer Rapport's secure plug-in is recommended for protection from malware.

Key Benefits

- **Added convenience.** With Online Check Deposit, you can electronically transmit check information to SunTrust right from your desktop.
- **Time-saving.** Your employees can process check deposit transactions without leaving the office, allowing you to save on transportation expense and improve employee productivity.
- **Late deposit time.** Deposits can be transmitted for same-day credit as late as 10:30 p.m. ET.
- **No location limitations.** Making deposits from your office means you don't have to be close to a SunTrust office.
- **Remittance data.** You can capture remittance coupons that accompany a check from your customer. You can also have up to 35 customizable additional data fields for key entry.
- **Eliminate deposit ticket expense.** Online Check Deposit automatically generates a deposit ticket image for each deposit you submit, saving you printing costs.
- **Flexible reporting.** The reporting module offers multiple report options in various formats, including a search feature available on PCs other than the one connected to the scanner.

Getting the Most from Online Check Deposit

To complement our Online Check Deposit service, we recommend these products.

- Cash Services
- Deposit Reconciliation
- Online Treasury Manager
- Online Cash Manager
- Return Item Processing

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SunTrust

Getting Started With Online Check Deposit

Online Check Deposit is a web-based service for capturing and submitting check deposits. The Online Check Deposit application requires a SunTrust approved scanner to capture images and perform image quality analysis to ensure a high quality image deposit. Check information is transmitted over a secure connection for processing at SunTrust. To get the most out of Online Check Deposit, we recommend the following:

System and Hardware Requirements

Operating System	• Windows XP 32-bit • Windows 2000 32-bit • Windows Vista 32-bit and 64-bit • Windows 7 32-bit and 64-bit • Windows 8 32-bit and 64-bit • Mac Mountain Lion OS (10.8.2) for for iMac 7.1+ and MacBooks 5,1+. Compatibility is for supported Panini and CheXpress CX30 and TellerScan 240 only.
Web Browser	• Google Chrome v26 • Internet Explorer 7, 8, 9 or 10 • Mozilla Firefox v21 • Safari
Scanner Connectivity	An available USB 2.0 port and the ability to locate the scanner at least 18 inches from its power transformer.
Firewall	Port 80 must be open for use by local applications. **Note:** This port is normally open, unless you are running a web server on the workstation.
Display	Minimum Resolution 1024 x 768 resolution Minimum Colors 256
Approved Scanners	Canon ▪ CR-135i ▪ CR-180/CR-180II ▪ CR-190I CTS Corp ▪ LS 100 Digital Check ▪ CheXpress CX 30 ▪ TellerScan 215 ▪ TellerScan 220 ▪ TellerScan 220E ▪ TellerScan 230-35 ▪ TellerScan 230-65 ▪ TellerScan 230-100 ▪ TellerScan 240 Epson ▪ CaptureOne Panini ▪ MyVision X SD ▪ MyVision X 1F ▪ MyVision X 30 ▪ MyVision X 60 ▪ MyVision X 90 ▪ MyVision X 1F ▪ Vision X 50 ▪ Vision X 75 ▪ Vision X 100 ▪ Panini I:Deal RDM ▪ EC7000i **Note:** In addition to the requirements in this document, workstations must also meet all requirements for the selected scanner model. Specific scanner requirements for CPU, RAM, free hard drive space internet connectivity and driver requirements are located in the Online Check Deposit Scanner Options guide.

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SunTrust

Online Check Deposit

Benchmark Low Volume Scanner Options		
These single-feed scanners can process 1-25 items per deposit.		
RDM UEC7011F	**Description**	**Price**
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$586
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$516
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$431

Digital Check CX30 with inkjet capability	**Description**	**Price**
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$475
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$395
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$345
No Warranty	1 year mfg depot warranty.	$325

Epson CaptureOne A41A266511	**Description**	**Price**
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$506
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$456
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$418

Panini iDeal	**Description**	**Price**
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	N/A
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$380
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	N/A
No Warranty	1 year mfg depot warranty.	$310

Benchmark Mid Volume Scanner Options

These scanners can throughput 30+ items per minute and process 26-500 items per deposit.

Panini Vision X 50 50 doc feed 50 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$1,041
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$916
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$846

Panini Vision X 75 100 doc feed 75 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$1,265
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$1,125
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$1,025

*Digital Check TS 240-50 100 doc feed 50 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$868
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$779
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$690

*Digital Check TS 240-75 100 doc feed 75 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$1,038
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$939
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$840

Epson CaptureOne A266111 100 doc feed 30 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$706
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$656
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$618

Epson CaptureOne A266011 100 doc feed 60 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$824
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$774
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$736

Epson CaptureOne A266211 100 doc feed 90 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$925
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$875
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$837

CTS LS100 15 doc feed 52 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$929
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$839
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$749

Benchmark High Volume Scanner Options		
Throughput 60+ items per minute and process 501+ items per deposit		
Panini Vision X 100 100 doc feed 100 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$1,555
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$1,415
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$1,315

Digital Check 240-100 100 doc feed 100 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$1,304
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$1,165
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$1,026

Canon CR-135i 250 doc feed 135 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$2,955
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$2,755
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$2,530

Canon CR-190i 250 doc feed 190 docs per min	Description	Price
Platinum	Approved Scanner, Kit, 3 years Next Day Exchange Warranty.	$3,205
Gold	Approved Scanner, Kit, 2 years Next Day Exchange Warranty.	$3,005
Silver	Approved Scanner, Kit, 1 year Next Day Exchange Warranty.	$2,780

*Digital Check Scanners must have inkjet capability to be compatible.

Supply Options		
All Panini/Digital Check Scanners - Excludes Panini iDeal (franking only).	Description	Price
KICRXK-2006-076	Cleaning Kit (25 cards per box)	$55
HPC6602A	Replacement Ink Cartridge for Endorser	$15
RDM UEC7011F	Description	Price
No cleaning kit and no franker.		N/A
Canon CR135i/190i	Description	Price
KICKWCAN-CIB15W	Waffle Card Cleaning Kit (25 cards per box)	$55
CAN0615B002	Replacement Ink Cartridge for Endorser	$28
CTS LS100	Description	Price
HP51604A	Replacement Ink Cartridge for Endorser	$18
Epson CaptureOne	Description	Price
KICKWEPS-CS1B15WS	Cleaning Kit (25 cards per box)	$55

Shipping		
Option	Description	Price
Shipping	Estimated Ground Shipping Costs	$12

Available payment methods are American Express, MasterCard, Visa or ACH debit payments. Benchmark will accept payment at the time of the order.

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SunTrust Online Courier

You make important financial decisions every day, so you need timely access and visibility to accurate account information. SunTrust Online Courier® can automatically deliver a variety of financial information to your desktop, predictably and consistently. You can receive data in an encrypted PDF format sent by email or through a transmission channel such as FTP or secure direct download, analyze it in a spreadsheet, or import it directly into your treasury workstation or accounting applications. You can also be notified by email or wireless device as soon as your critical information becomes available.

Product Details

User options

- Receive prior and current day information through several channels including FTP, automated download to your computer, encrypted PDF by email, a dial-up connection, and fax.
- Receive optional wireless alerts, which can be sent to your mobile device when reports are available.
- Convert your company's .csv, text, or xml files into the SunTrust format and upload your company's check issue files for use with SunTrust Positive Pay or Controlled Payment Reconciliation services.
- Fulfill Remittance Transfer Rule (Reg E) requirements by manually inputting or importing Microsoft Excel® data for disclosures and receipts.

Reporting options

- Receive prior-day and current day information, including intraday summary and detail account activity in a variety of file formats.
- Data can be delivered in .txt, .pdf, .csv, standard BAI and EDI, .qbo, .qfx, SWIFT, or SunTrust proprietary formats.
- Receive detailed notifications of wire advices, ACH transactions, balances, and other transactional alerts by email, fax, or SMS (text) alerts.
- Receive Demand Deposit Account (DDA) and account analysis statements in encrypted PDF format by email.
- Access various reports for details on a number of available treasury management services, including transactions by location, potentially fraudulent transactions, any returned checks and more.
- Use the Cash Position report to make quick decisions about where to move funds.
- Receive information on other bank accounts you may have through Data Exchange, eliminating the need to dial in to multiple banks to manage your cash position.

Security Features

No matter which method you choose to receive reports, SunTrust provides the following security:

- Internet transmissions use 128-bit encryption to protect your data.
- Reports delivered by FTP require PGP encryption or SSH certificates for SFTP.
- Reports delivered by email are fully encrypted and password protected.

Key Benefits

SunTrust Online Courier delivers timely information directly to you, providing the visibility you need to make important financial decisions.

- **Enjoy added convenience.** You no longer need to sign on to retrieve data. Information will be available automatically, based on your specifications.
- **Access account data sooner.** Data can be sent to your computer or mobile device as soon as it is available.
- **Improve and simplify analysis.** Customize reports and import data directly into any application, spreadsheet, or decision-support tool.

Getting the Most from SunTrust Online Courier

SunTrust Online Courier is an excellent complement to many of our products and services. With transaction reporting, statements, alerts, and other information, SunTrust Online Courier provides a full view of account activity whether your transactions are primarily depository, disbursement or both.

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SunTrust
Live Solid. Bank Solid.

CD-ROM Image Service

Most organizations store cancelled checks for a specified period of time both to comply with regulations and to maintain their own paper trail. For many, this requires placing checks in boxes and storing them in a secure facility. Storing paper can be costly. Further, finding a cancelled check after it has been stored can be a time consuming process. The SunTrust CD-ROM Image service offers a 21st century solution to storing check records.

With the SunTrust CD-ROM service, we provide the image of both the front and back of each check and index the checks, making it easy for your staff to locate a particular item. As SunTrust is now receiving an increasing number of checks presented for payment through image exchange, you have even more reasons to consider receiving check images on CD-ROM. Checks received as images are considered legal evidence of payment, so having the image is just like having the cancelled paper check, but with much more convenience.

Accessing historical information on CD-ROMs is both quick and easy. It's because all that's required to view a stored check image is your PC and the CD-ROM viewer software – which we provide. When it comes to archiving check data, the CD-ROM Image service from SunTrust is the best solution.

Product Details

The SunTrust CD-ROM Image service archives your cancelled checks, deposit tickets, deposited items, and return items as images on CD-ROM for easy storage and quick access.

- Images stored on a CD-ROM coincide with your bank statement cycle.
- Both the front and the back of each check are imaged. You can use the image command icons to provide basic controls for better viewing of the images (e.g., rotate, flip, zoom or print).
- A single CD-ROM will store approximately 20,000 to 25,000 images.
- An indexing program on each CD-ROM identifies the CD-ROM and check location.
- A flexible search tool lets you locate checks using a variety of criteria. Search for a single check number or amount, or for a range of numbers, paid dates, amounts, or any combination.
- After a CD-ROM is created, SunTrust securely disposes of any paper checks received for payment.

Key Benefits

Storing checks as images on CD-ROMs eliminates the costs associated with storing and retrieving paper checks and copies of check images presented for payment.

- **Easy and Quick Access.** CD-ROM storage means easy access to archived checks. Eliminate the time and effort needed to retrieve paper checks from storage facilities.
- **High Quality Digitization.** View high quality images of the front and back of each check.
- **Reduced Storage Expense.** CD-ROM storage requires a fraction of the storage space associated with storing paper checks.
- **Improved Productivity.** Minimize the time and resources required to retrieve and analyze stored checks.
- **Shared Check Data.** Because each check is a digitized image, it can be viewed on your screen, printed, or even emailed to someone else.
- **Improved Response Times.** Your customers' requests for copies of cancelled checks can be handled in a fraction of the time.

Getting the Most from CD-ROM Image Service

To complement our CD-ROM Image service, we recommend these products.

- Account Reconciliation
- Check Fraud Protection
- Branch Deposit Services
- Deposit Reconciliation
- Online Treasury Manager℠
- Online Cash Manager®

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Online Payment Acceptance

The volume of payments being remitted through online channels has been steadily increasing due to the safety, convenience, and ease of use for the bill payer. More frequently, both consumers and businesses pay bills electronically. Both also prefer multiple payment options. Companies that allow their customers to make electronic payments online or over the phone often improve the customer experience, build customer loyalty, and improve collection times. The SunTrust Online Payment Acceptance solution provides you with several ways to receive your online payments through our Online Bill Consolidator and Online Bill Presentment and Payment services.

Product Details

The SunTrust Online Payment Acceptance solution provides you with two services that enable you to receive your online payments timely and efficiently.

Online Bill Consolidator

- Receive a consolidated remittance file of your customers' payments that are initiated through their respective banks or other bill payment originators.
- Access nearly all online bill payment originators' points, limiting the number of checks you receive.
- Receive consolidated ACH credits for the payment dollars collected by bill payment originators.

Online Bill Presentment and Payment

- Receive a customized website with the ability to display statement and/or invoice details.
- Accept ACH or Card payments through your company's website.
- Grant access to designated employees to accept and process payments over the phone.
- Access real-time transaction reports with automated ways to update your Accounts Receivable system.

Fulfilling Business Needs

By using the Online Payment Acceptance solution, you can automate and streamline your receivables processing. Just a few of the many ways you can use Online Payment Acceptance:

- Receive a consolidated file of remittance details, regardless of whether payments were originated through your website or through various bill payment websites used by your customers.
- Receive consolidated ACH credits of payments in nearly 24 hours from the time your customers originated their payments.
- Reduce the number of checks received from bill payment originators, potentially reducing your processing costs.

Security

- All web-based transactions are 128-bit encrypted.
- To protect your customers' information, you have the option to require personal information.
- You can define the users for your company and administer their authority levels, such as the ability to upload files, initiate payments requested over the phone by customers, and/or view reports.

Key Benefits

Online Payment Acceptance improves cash flow and forecasting while reducing the expenses associated with manually processing payments.

- **Reduce collection time.** By receiving payments as ACH or card transactions, you eliminate mail float and processing time. With your own website, you can accept payments 24 hours per day 7 days a week.
- **Eliminate manual processing costs and errors.** By receiving payments electronically, you can automate the updates to your accounts receivables system, improving posting time and accuracy. You can also eliminate administrative expense associated with processing paper-based receivables, such as reconciling payer lists that bill payment vendors may be sending you.
- **Enhance credit management.** Identify problem accounts more quickly.

Getting the Most from Online Payment Acceptance

To complement our Online Payment Acceptance solution, we recommend:

- Online Treasury Manager
- SunTrust Online Courier®

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VIII. SunTrust At Work

Offering Your Employees Banking Solutions

SUNTRUST

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SunTrust at Work

SUNTRUST

	SunTrust at Work Professional Banking	SunTrust at Work Solid Choice Banking℠	SunTrust at Work Everyday Checking℠
Options to Waive the Monthly Maintenance Fee	Have or Receive ACH direct deposits[12] of $4,000 or more each statement cycle	$3,000 minimum daily collected balance WITH Direct Deposit[1] OR $5,000 minimum daily collected balance OR $10,000 in minimum combined daily collected balances in Solid Choice Banking and linked checking, savings, money markets, CDs, IRAs[2] OR SunTrust Mortgage first mortgage with SurePay℠	Sign up for Direct Deposit[1] OR $500 minimum daily collected balance
Monthly Maintenance Fee	$17 or waived when requirements are met	$17 or waived when requirements are met	$7 or waived when requirements are met
Pays Interest	Included	Included	Not included
Additional Checking Accounts[3]	Included	Included	Not included
Solid Theft Protection℠[4]	Classic and Gold levels included; Upgrade to Platinum for $4.99/month	Classic level included; Upgrade to Gold for $4.99/month or Platinum for $9.99/month	Classic level included; Upgrade to Gold for $11.99/month or Platinum for $14.99/month
Overdraft Protection	Optional	Optional	Optional
Checks	Any personal wallet/duplicate check style or deposit ticket included	120-pack of SunTrust Exclusive checks — First order included or a 50% discount applied toward first order of any other personal check style	30-pack of SunTrust Exclusive checks — First order included or a 50% discount applied toward first order of any other personal check style
Safe Deposit Box[5]	$45 discount	$45 discount	$15 discount
Cashiers Checks, Money Orders and Travelers Checks	Included	Included	Not included
Discounts on Borrowing Options	• Up to 0.50% interest rate reduction on Home Equity Loans[6] • Up to 0.35% interest rate reduction on Home Equity Lines of Credit[6] • Up to 0.75% student lending interest rate reduction for SunTrust at Work Clients[7] • $150 savings on mortgage closing costs[8]		
Savings Benefits	• Live Solid Savings® account with 1% first year anniversary bonus, up to $25, and no monthly maintenance fee with automated monthly transfers from a SunTrust personal checking account[9] • 0.05% additional rate premium for select CD/IRAs[10]		
Credit Card	SunTrust Credit Card with your choice of rewards or cash back on qualifying purchases[11]		

See Reverse Side For Important Information

Minimum opening deposit of $100 is required.

[1] A qualifying Direct Deposit is a Direct Deposit of your salary, pension, Social Security or other regular monthly income of $100 or more per deposit, electronically deposited to your account during statement cycle by your employer or an outside agency. Transfers from one account to another or deposits made at a banking location or ATM do not qualify as a Direct Deposit.

[2] Linked personal deposits include checking, savings, money markets, CDs (excluding SunTrust Index Linked CDs [SILCs]) and IRAs (excluding SunTrust Investment Services, Inc. IRAs).

[3] Link up to three Everyday Checking accounts to your SAW Professional Banking or SAW Solid Choice Banking account with no monthly maintenance fee. Clients must be account owners (sole or joint) on the Everyday Checking account as well as the SAW Professional Banking or SAW Solid Choice Banking account.

[4] SunTrust Solid Theft Protection℠ is serviced by Global Privacy Solutions. A SunTrust consumer checking account is a requirement of enrollment. The monthly fee for Gold or Platinum is per member per month.

[5] Discount applies to the annual rental fee. Other charges and fees may apply.

[6] For Home Equity Loans (other than the Simple Home Refi): a 0.25% interest rate reduction off the standard rate if you have an eligible SunTrust at Work deposit account and an additional 0.25% interest rate reduction off the standard rate if payment is automatically deducted from a SunTrust checking, savings, or money market account using SurePay℠. Maximum discount is 0.50%. For the SunTrust Bank Simple Home Refi: a 0.25% interest rate reduction off the standard rate of a Simple Home Refi if the payment is automatically deducted from a SunTrust checking, savings, or money market account using SurePay℠. Maximum discount is for the Simple Home Refi is 0.25%. For lines of credit, including the Access 3 Equity Line: 0.10% interest rate reduction off the standard rate of a consumer line of credit if you have an eligible SunTrust at Work deposit account and an additional 0.25% reduction off the standard rate of a consumer line of credit if payment is automatically deducted from a SunTrust checking, savings, or money market account using SurePay℠. For Access 3 Equity Line, these interest rate reductions do not apply to Fixed Rate/Fixed Term (Option3) advances, or during the Repayment Period. Maximum discount for lines of credit is 0.35%. All loan and line discount offers are subject to change. Offer for new and refinanced eligible consumer Home Equity Loans, Simple Home Refi, and lines of credit, as well as for credit line increases. Relationship pricing discounts are not available on existing consumer loans or lines of credit and may not be applicable for all products. Consult your banker for details.

[7] Up to 0.75% student lending interest rate reduction which includes a 0.25% SunTrust At Work interest rate reduction, a 0.25% interest rate reduction for automatic ACH payments, and an additional 0.25% interest rate reduction if payments are automatically (ACH) deducted from a SunTrust checking, savings or money market account. Maximum discount is 0.75%. SunTrust at Work interest rate reduction offered on Custom Choice Loan® and Private Student Loan Consolidation products only. Clients must apply at suntrusteducation.com/suntrustatwork and must enter a SunTrust at Work company membership ID number in order to qualify. The 0.25% interest rate reduction for automatic payments (ACH) and the additional 0.25% interest rate reduction for ACH payments from a SunTrust deposit account only apply when full payments (including both principal and interest) are automatically deducted. The ACH payment interest rate reductions will remain on the account unless (1) the automatic payments are stopped (including times during deferment or forbearance) or (2) there are three automatic payments returned for insufficient funds within the life of the loan. The additional interest rate reduction for ACH payments from a SunTrust deposit account will be applied after the first automatic payment is successfully deducted from a SunTrust Bank checking, savings or money market account.

[8] $150 closing cost credit is valid for purchase-money and refinance first lien completed residential mortgage applications received by SunTrust Mortgage, Inc. on or after 1/2/14, and the subsequent loan must close on or before 12/31/14 with the credit processed at the time of closing. Offers, prices, and programs are subject to change without notice. **Not valid on Veteran's Administration (VA) loans.** Subject to credit approval.

[9] Monthly maintenance fee on a Personal Savings Account is waived each month in which 1 automated transfer ($5 minimum) occurs OR a minimum daily collected balance of $300 is maintained. The monthly maintenance fee on a Live Solid Savings® account is waived each month in which 1 automated transfer ($25 minimum) occurs or a minimum daily collected balance of $1,000 is maintained. Automatic transfers must come from a SunTrust personal checking account. Live Solid Savings® accounts are eligible for a one-time 1% bonus, up to $25. Bonus is calculated on the average ledger balance of the Live Solid Savings account for the first 12 months. The bonus will be credited to the Live Solid Savings® account on the one-year anniversary of the account open date. The account must be open and in good standing on the date that the bonus is paid to receive the bonus. Fees will reduce earnings on the account.

[10] Additional bonus rate of 0.05% annual percentage yield (APY) is only available on select CD and CD/IRA rates and requires a SunTrust at Work® checking account relationship. Minimum opening deposit of $2,000. Maximum opening deposit is $1,000,000 per CD. Not available for public funds. Not available with any other bonus rate offer. Penalty for early withdrawal.

[11] SunTrust Credit Cards are issued by SunTrust Bank. Credit cards are subject to credit approval. See Terms and Conditions for complete rules.

[12] Requires one or more ACH deposits totaling at least $4,000, per statement cycle. ACH deposits include salary, Social Security income, dividends, pensions, or other regular monthly income from an employer or third party agency. Transfers from one account to another or deposits made at a banking location or ATM are excluded.

SunTrust at Work benefits are subject to change and will be terminated if you leave your current employer for any reason. Accounts are subject to credit verification.

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Equal Housing Lender. SunTrust Mortgage, Inc., 901 Semmes Avenue, Richmond, VA 23224 NMLS #2915 is licensed by the Department of Corporations under the California Residential Mortgage Lending Act; is an Illinois Residential Mortgage Licensee; is a Lender in Massachusetts, having Mortgage Lender license #s ML1216, ML0133, ML1432, ML1914, ML1913, ML1815, ML2411, ML1214, ML2442, ML2491, and ML2538; is licensed by the New Hampshire Banking Department; is licensed by the New Jersey Department of Banking and Insurance, toll free 800.330.4684; is a licensed lender in Rhode Island; and is doing business in Arizona as Crestar Mortgage, 7250 N. 16th Street, Suite 100, Phoenix, AZ 85020.

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IX. Attachments

Qualified Public Depository Certificate
Insurance Coverage Summary
Funds Availability Policy Disclosure
Treasury Management Master Agreement
At a Glance – You're Treasury & Payment Solutions Team

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STATE OF FLORIDA

Office of the Chief Financial Officer
Division of Treasury
Bureau of Collateral Management

CERTIFICATE OF QUALIFIED PUBLIC DEPOSITORY

UNDER THE FLORIDA SECURITY FOR
PUBLIC DEPOSITS ACT

This is to certify that

SUNTRUST BANK
303 PEACHTREE STREET NORTHEAST
ATLANTA, GEORGIA 30308

has fully qualified as a public depository pursuant to Chapter 280, Florida Statutes, otherwise known as the Florida Security for Public Deposits Act. As such, said bank or savings association is hereby designated to receive public deposits, as defined in Subsection 280.02(13), Florida Statutes.

Given under my hand this 8th day of December, 2014.

CHIEF FINANCIAL OFFICER, STATE OF FLORIDA

DFS-J1-1002
Rev. 3/92

SunTrust

SunTrust Banks, Inc. and all subsidiaries
2015 Insurance Coverage Information

SunTrust Banks, Inc., with total assets of $180 billion, is one of the nation's largest and strongest financial holding companies. In order to protect the assets of the corporation and better serve our clients, we maintain robust insurance coverage for SunTrust and all of our subsidiaries.

Directors & Officers Liability

Per Loss Limit:	$160,000,000
Coverage Type:	Coverage for wrongful acts of directors and officers while fulfilling their respective duties
Carrier:	XL Group & multiple other carriers
Expiration:	10/01/15

General Liability

Per Loss Limit:	$3,000,000
Coverage Type:	Coverage for 3rd party claims arising from bodily injury, property damage, personal injury, etc.
Carrier:	Arch Insurance Co.
Expiration:	08/01/15

Bankers Professional Liability (E&O)

Per Loss Limit:	$160,000,000
Coverage Type:	Coverage for wrongful acts, errors, omissions, neglect, etc. in rendering professional services
Carrier:	XL Group & multiple other carriers
Expiration:	10/01/15

Automobile Liability

Per Loss Limit:	$2,000,000
Coverage Type:	Coverage for bodily injury or property damage arising from the use of vehicles
Carrier:	Arch Insurance Co.
Expiration:	08/01/15

Financial Institution Bond (Crime)

Per Loss Limit:	$160,000,000
Coverage Type:	Coverage for employee dishonesty, fraud, robbery, theft, forgery, etc.
Carrier:	XL Group & multiple other carriers
Expiration:	10/01/15

Workers Compensation

Per Loss Limit:	Statutory Limits
Coverage Type:	Coverage for employee injury as prescribed/mandated by state regulation
Carrier:	Arch Insurance Co.
Expiration:	08/01/15

Property

Per Loss Limit:	$450,000,000
Coverage Type:	Coverage for loss to real and personal property, boiler and machinery, EDP equipment, etc.
Carrier:	Arch & multiple other carriers
Expiration:	03/01/15

Umbrella Liability

Per Loss Limit:	$100,000,000
Coverage Type:	Coverage for liability in excess of the general liability and auto liability limits
Carrier:	AWAC & multiple other carriers
Expiration:	08/01/15

**The information shown above is not an exhaustive listing of all insurance coverages maintained by SunTrust.*

Funds Availability Policy Disclosure for Deposit Accounts

In compliance with the Expedited Funds Availability Act, implemented by Regulation CC, SunTrust Bank's Funds Availability Policy Disclosure provides information regarding when deposited funds will be available to you for withdrawal and the payment of checks.

Please retain this disclosure for your records.

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Policy

SunTrust Bank's policy is applied according to the length of time your account has been opened, the type of account, the amount of the deposit, the item(s) deposited, and the manner in which you have handled your account. Unless indicated otherwise in this disclosure, the policy applies to the following accounts: Business and Personal Checking, Interest Checking (NOW Accounts), Money Market and Savings Accounts.

It is our policy to provide you with the earliest access to your money within the guidelines of sound banking practice. Although we may delay the availability of certain funds deposited to your account, we strictly adhere to Federal Banking Regulations concerning such delays. **During the delay, the funds are not available, and therefore you may not withdraw the funds.** If checks are presented or withdrawals made against unavailable funds, a returned item or overdraft fee may be assessed to your account and the checks may be returned unpaid.

This policy does not apply to deposited items drawn on financial institutions located outside of the United States.

Immediate Availability

Funds from the following deposits are considered collected immediately and available for withdrawal on the day we receive the deposit:

Cash Deposits
Wire Transfer Deposits
Electronic Direct Deposits (such as Social Security benefits and payroll benefits)

Next-Day Availability

Funds from the following deposited items are available for withdrawal on the **first business day** after the day of your deposit – these items are also referred to as next-day availability items. The checks must be **payable to you** and **deposited to your account.**

SunTrust Bank checks
U.S. Treasury checks
U.S Postal Money Orders
Federal Reserve Bank checks
Federal Reserve Home Loan Bank checks
State and local government checks*
Cashier's, Certified, and Teller's checks*

***Separate Deposit required on these items.** We cannot distinguish state and local government checks, or Cashier's, certified or teller's checks from other checks drawn on the same paying bank's Routing and Transit Number that are not given next-day availability. Therefore, if you wish to receive next-day availability on these items, you must inform the teller at the time that you make the deposit. These items must be segregated from other items you are depositing and processed under a separate deposit ticket. If you mail the deposit or make the deposit through the ATM or night depository, place these items on a separate deposit ticket and check the Special Deposit box or write Special Deposit on the SunTrust Bank night depository, ATM, or mail-deposit envelope (unless instructed otherwise at the ATM). If you do not use a bank envelope for these deposits, you may include a message to us requesting next-day availability on these particular items. If you do not request next-day availability on these items, the items will be treated as *local* items

The following Section applies to Business Accounts only.

"*Collected*" Funds Availability for Business Accounts

When you deposit a non-SunTrust Bank check into your account, the Bank must collect the funds from the "paying bank." The check is sent to the Federal Reserve Bank (or another clearing bank) and the Bank receives provisional credit (pending final payment by the paying bank). The check is then presented to the paying bank. Once the presentment process is completed, the funds are deemed "collected." Use of these funds prior to this time is considered "drawing against uncollected funds." A per-item penalty may be assessed to your account if you draw against uncollected funds.

Although a check you deposit may be considered collected by us, the paying bank may still return the check to us unpaid.

To ensure there are sufficient funds in your account to cover the check amount if the deposited check is returned, we may place a "hold" on your account for the amount of the check. Refer to the following section in this disclosure for the number of days availability may be delayed when a hold is placed on the account: **Availability of Funds on Deposits to Your Account.**

The Bank relies on the Federal Reserve Bank's availability schedules to determine when credit for checks has been received. Checks will be considered collected and available for the payment of incoming checks or for withdrawal unless the Bank withholds the use of the deposited items by placing a hold on your account.

The number of collection days on check deposits depends on the location of the paying bank. You may request a copy of SunTrust Bank's check-processing availability schedule to determine when checks are considered collected.

Collection of Rejected and Returned Items. The collection process is delayed or interrupted if the check rejects during processing or is returned unpaid. If you deposit a check that rejects during processing, collection of the funds may be delayed one additional business day. If a check you deposit is returned unpaid and charged back to your account, we may hold the amount of the returned check and withhold the use of the funds two business days from the date the returned check is charged back to the account. Returned checks that we automatically re-present to the paying bank on your behalf must also go through the collection process again. Therefore, use of funds equal to the amount of the check(s) re-presented may be withheld up to four business days from the date the check(s) is re-presented.

Special Processing for Certain SunTrust Checks. Checks drawn on SunTrust Bank and deposited to SunTrust Bank accounts are considered collected on the day of deposit. However, there are certain checks drawn on SunTrust Bank Business Accounts that have unique Routing and Transit Numbers. These items are routed through a Federal Reserve District or Region for special processing, which results in the depositing banking office not receiving credit for the item on the day of deposit. If you deposit a check drawn on one of these unique Routing and Transit Numbers, the funds will not be collected and available for the payment of incoming checks or withdrawal until the first business day after day of deposit.

SunTrust Routing and Transit Numbers that require special processing are: **0611-0079-0**.

Depositor's Responsibility

We may make funds from deposited checks available to you before the funds are collected. You are still responsible for any deposited checks that are returned unpaid and for any other problems concerning your deposit, even if you have already withdrawn the funds from your account.

Business Day and Cutoff Times

The Bank determines when deposited items are considered collected or available for the payment of checks or withdrawal based on the number of business days from the day of your deposit.

"Business day" does not include Federal holidays on which SunTrust banking offices are closed or any Saturday or Sunday, even if our offices are open. If you make a deposit before the SunTrust banking office's business-day cutoff time, we will consider that day to be the day of your deposit. However, if you make a deposit after this business-day cutoff time or on a day we are not open, we will consider that the deposit was made on the next business day we are open. The business day of your deposit is indicated on the deposit receipt provided by the teller. Our earliest business-day cutoff time at a banking office is 2:00 p.m. Later business-day cutoff times may apply in certain offices or locations.

Deposits at Night Depository Facilities and Automated Teller Machines (ATMs). If you make your deposit after 7:00 a.m. at a SunTrust Bank night depository or after 12:00 noon at a SunTrust Bank ATM or on a day we are not open, we will consider that the deposit was made on the next business day we are open.

Deposited Funds on "Hold"

We may place a "**hold**" on your account for the amount of a deposited check to ensure that there are sufficient funds to cover the check amount if the deposited check is returned unpaid. If we do place a hold on your deposit, you will be notified of the dates the funds will be available for the payment of checks or withdrawals.

Deposits at Any SunTrust Banking Office. You may make deposits to your account at any SunTrust banking office located in Alabama, Arkansas, District of Columbia, Florida, Georgia, Maryland, Mississippi, North Carolina, South Carolina, Tennessee, Virginia and West Virginia.

Availability of Funds on Deposits to Your Account

For **Personal Accounts**, our policy is generally to make funds from your deposits available to you on the first business day after the day we receive your deposit.

For **Business Accounts**, our policy is generally to make funds from your deposits available to you for the payment of checks or withdrawal based on when the Bank has received credit for the items you deposit. The Bank relies on the Federal Reserve Bank's availability schedules to determine when checks are considered collected by us, i.e., determine when credit for checks has been received from the paying bank.

For **Business and Personal Accounts**, funds from cash deposits, electronic direct deposit and wire transfers to your account will be available for withdrawal on the day we receive the deposit. Funds from SunTrust checks and next-day availability items will be made available for withdrawal the first business day after day of deposit. Next-day availability items include U.S. Treasury checks, U.S. Postal Money Orders, Federal Reserve Bank and Federal Home Loan Bank checks, Cashier's, Certified, Teller's, Federal, and State and local government checks. You must request next-day availability and use a separate deposit ticket for Cashier's, Certified, Teller's and local government checks.

Case-by-case Holds on Business and Personal Accounts

In some cases, we will delay the availability on local checks you deposit to your account. The first $200 of each day's **total** deposits of those checks, which do not qualify for next-day availability, will be available on the **first business day after the day of the deposit**. Remaining funds will be available as follows.

Description of Deposit	Available for Withdrawal
Local Checks	Up to $400 of the total deposits available for withdrawal in cash at 5:00 p.m. on second business day after day of deposit. Remaining funds available on the evening of second business day to pay checks; available for withdrawal on third business day after day of deposit.

If the day on which you would receive the additional $400 is the same day for two or more deposits, you will receive a maximum of $400 on that day.

We will notify you if we are going to delay the availability of the deposited items and tell you when the funds will be available. If your deposit is not made directly to one of our employees, or if we decide to take this action after you have left the premises, we will mail you a notice of hold no later than the first business day after we receive your deposit. If you will need the funds from a deposit right away, you

should ask us when the funds will be available.

Longer Delays May Apply

Funds you deposit by check may be delayed for a longer period of time under the following circumstances:

- We believe a check you deposit will not be paid.
- You deposit checks totaling more than $5,000 on any one day.
- You redeposit a check that has been returned unpaid.
- You have overdrawn your account repeatedly in the last six months.
- There is an emergency such as failure of communications or computer equipment.

We will notify you if we delay your ability to withdraw funds for any of these reasons, and we will tell you when the funds will be available. The funds will generally be available no later than the seventh business day after the day of your deposit.

During the delay, the funds are unavailable, and therefore you may not withdraw the funds. If checks are presented or withdrawals made against unavailable funds, a per-item penalty may be assessed to your account and the checks may be returned unpaid.

We may refuse to accept a check for deposit if we believe the check is not collectible. In this case, you may present the check for payment directly to the paying bank or you may request us to send the item to the paying bank for collection in your name.

Holds on Other Checks

If we cash a check for you that is drawn on another bank, we may withhold the availability of that amount of funds already in your account. Those funds will be available for withdrawal at the time funds from the check we cashed would have been made available if you had deposited it.

If we accept for deposit a check that is drawn on another bank, we may make funds from that deposit available for withdrawal immediately but delay your availability to withdraw a like amount of funds that you already have on deposit in another account with us. The funds in the other account will be available for withdrawal at the time funds from the check you deposited would have been made available, if we had placed a hold on the deposited check.

Check Card/ATM Authorized Transaction Holds

If we cash a check for you that is drawn on another bank, we may withhold the availability of that amount of funds already in your account. Those funds will be available for withdrawal at the time funds from the check we cashed would have been made available if you had deposited it.

If we accept for deposit a check that is drawn on another bank, we may make funds from that deposit available for withdrawal immediately but delay your availability to withdraw a like amount of funds that you already have on deposit in another account with us. The funds in the other account will be available for withdrawal at the time funds from the check you deposited would have been made available, if we had placed a hold on the deposited check.

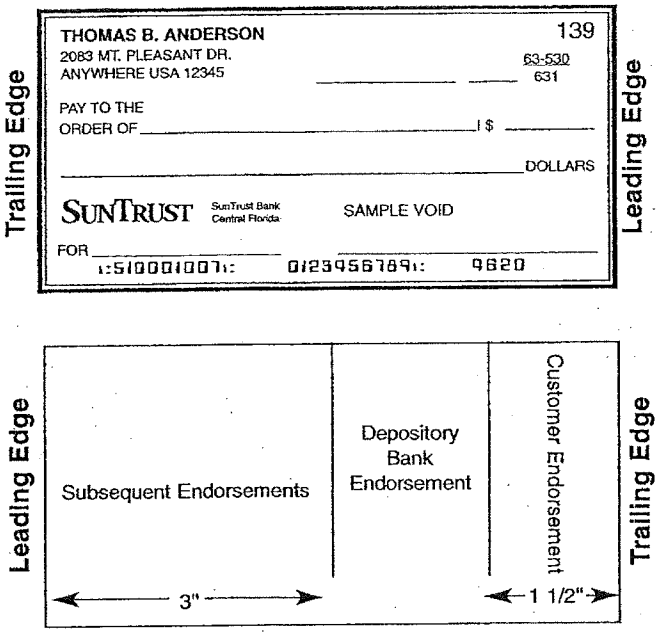
Endorsement Standards

Checks should be endorsed only within the area indicated as "Customer Endorsement." This area is limited to 1.5" from the trailing edge. The other areas are reserved for bank endorsements. Failure to restrict your endorsement to the indicated area may result in losses to you because of delayed or misrouted items.

SunTrust Bank will not be liable for losses resulting from a delay in return or misrouting of deposited items caused by unreadable endorsements due to other material or markings placed in the "Depository Bank Endorsement" or "Subsequent Bank Endorsement" areas. SunTrust Bank reserves the right to charge these losses back to your account.

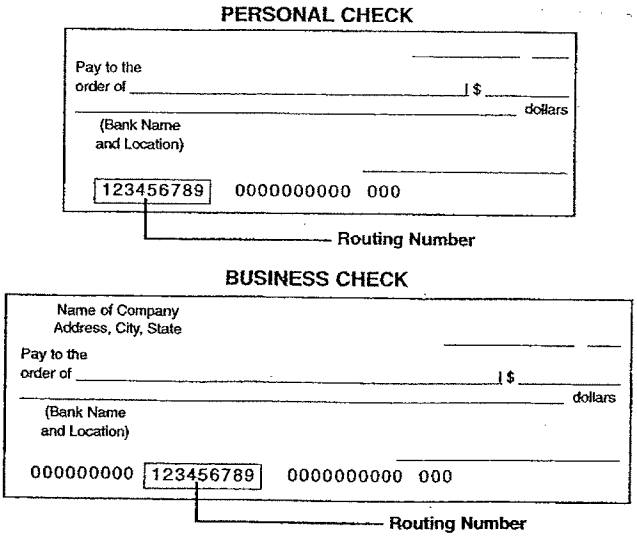
Identification information on the maker of the check should be indicated on the front of the check to avoid interference with the endorsement area.

The following sample check illustrates endorsement locations.



Routing and Transit Number Location

The following samples of checks illustrate where a bank's Routing and Transit Number is located.



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SUNTRUST

TREASURY MANAGEMENT MASTER AGREEMENT

1. Introduction. SunTrust Bank offers a full range of treasury management services to our clients. Throughout this master agreement, (a) SunTrust Bank is referred to as "we," "us" or "our," (b) the treasury management services described in our treasury management terms and conditions referred to below are referred to as the "services," (c) this master agreement and the other documents described below are together referred to as the "agreement," (d) the person or entity using one or more of the services is referred to as "you" or "your" and (e) the individuals identified in any resolution, certificate, delegation of authority or other document that you have given us as having authority to enter into or amend the agreement on your behalf are referred to as your "authorized signers."

When you sign this master agreement you are agreeing to be bound by the terms and conditions of the agreement. The agreement is a legally binding contract that can only be changed as provided in this master agreement.

2. Organization of Agreement. As indicated above, the agreement is made up of several documents, each of which serves a special purpose. The relevant documents and their purposes are as follows:

(a) Treasury Management Terms and Conditions. Our treasury management terms and conditions fall into two categories (i) the general terms and conditions that govern the use of all services and (ii) the specific terms and conditions that govern the use of each individual service. The most recent version of our treasury management terms and conditions is always posted on the following website: www.suntrust.com/treasuryterms. You may access it at any time by visiting the site and opening the document with the password we have given you. We will also give you a printed copy of the current version of those terms and conditions upon request.

(b) Master Agreement. This master agreement describes the structure of the agreement and sets forth certain of the basic contractual provisions relating to your use of the services.

(c) Reference Materials. The reference materials for a service provide details regarding the functionality of that service, as well as certain formatting and other technical requirements that you must follow when using that service. Reference materials may include, without limitation, a user manual, a quick reference guide, a service demo and/or file formats and specifications. Not every service has reference materials.

(d) Delegation of Authority. A delegation of authority is optional. By using one, you are giving other people within your company authority with respect to the agreement and/or the services.

(e) Service Profiles. A service profile reflects certain instructions you give us regarding your setup for a particular service, such as the account(s) linked to that service, the authorized users for that service and the options you select for that service.

(f) Implementation/Setup Forms. An implementation/setup form is an internal document that we use to record additional information and/or instructions you give us with respect to a particular service.

(g) Online Services and Software Materials. We may grant to you a nonexclusive, nontransferable, limited license or sublicense to use one or more software programs in connection with certain services. There may be a separate license agreement (which may be a "shrink wrap" or "click wrap" agreement and may be with us or a third-party vendor) and/or user manual for some of those software programs. Those software programs and those other items are all part of the software materials. There may also be additional online or "click wrap" terms for the use of the online services. The agreement, online terms and any applicable separate license agreement and user manual set forth the terms and conditions relating to your right to use those online services and software programs as well as important instructions and requirements for their use.

(h) Rules and Regulations. The rules and regulations for deposit accounts that you maintain with us set forth certain general provisions relating to the establishment, maintenance and operation of your deposit accounts.

If there is any inconsistency on a particular issue among the documents that make up the agreement, the documents will control that particular issue in the order set forth from top to bottom above.

3. Amendments. We may change or add to the provisions of this master agreement and any of the general terms and conditions by giving you 30 calendar days' prior notice. We may change or add to the terms and conditions for any individual service by giving you 10 calendar days' prior notice. We may change the information in the implementation/setup forms without giving you notice. If you continue to use a service after any of these changes or additions become effective (or you earlier confirm a service profile for an affected service), you are bound by those changes or additions. If a change or addition is required by applicable law, clearing house rules or funds transfer system rules, or if we believe that the change or addition is necessary for the security or integrity of the systems that we use in providing any services for you, we may give you notice of the change or addition promptly after we make it. In that case, you are bound by the change or addition unless you terminate your use of the relevant service(s) immediately after you receive our notice. We may change or add to the terms of the software materials or the rules and regulations by following the procedures set forth in those documents.

4. New Services. If we agree to provide a new service for you, we will create one or more service profiles reflecting certain instructions you give us regarding your setup for that new service and send or otherwise make them available to you. You may not use that service until you have confirmed (in a manner acceptable to us) that those service profiles are correct, you have successfully completed any required testing or training for that service and we have completed our implementation of your setup for that service. If you attempt to use a new service without satisfying one or more of these conditions, we may refuse to provide that service but, if we do provide it, you are bound by the terms of the agreement relating to that service (including, without limitation, the general terms and conditions and the terms and conditions for that new service).

5. Changes to Your Setup. If we agree to change your setup for a service in response to your instructions and those instructions are of the type reflected on a service profile, we will send or otherwise make one or more service profiles reflecting those instructions available to you. That change will not take effect until you have confirmed (in a manner acceptable to us) that those service profiles are correct, you have successfully completed any required testing or training for the change and we have completed our implementation of the change. In that regard, changes to your setup for a service reflected on a service profile will be implemented either on an "incremental" basis or a "complete replacement" basis, as reflected and to the extent indicated in the service profile.

If a change is implemented to your setup for a service on an incremental basis, that change supplements (as an addition, deletion or modification), but

does not replace, the information in your setup for that service. For example, if an incremental service profile indicates that it adds a new authorized user for a service, all existing authorized users for that service continue to be authorized users unless you specifically request that we delete one or more of them and that deletion is reflected in a separate service profile that you confirm (in a manner acceptable to us).

If a change is implemented to your setup for a service on a complete replacement basis, the information identified in that service profile completely replaces the information in your setup for that service, to the extent indicated in that service profile. In that regard, information can be completely replaced (a) only for the account(s) identified on the service profile, (b) only for the combination of the account(s) and linked feature(s) of the service identified on the service profile or (c) for all accounts using the service.

For example, if a service profile indicates that it completely replaces all of your previous service profiles for a service with respect to the account(s) identified in that service profile, then only the authorized users identified in that service profile are authorized to use the service with respect to the identified account(s). However, none of your service profiles for other accounts using that service are affected and all authorized users listed on them continue to be authorized users with respect to those other accounts.

Alternatively, if a service profile indicates that it completely replaces all of your previous service profiles for the combination of an account and lockbox identified in that service profile, then only the image delivery option(s) selected in that service profile will be provided with respect to the combination of the identified account and lockbox. However, none of your service profiles for other combinations of accounts and lockboxes for that service are affected and all image delivery options selected in them will continue to be provided with respect to those other combinations of accounts and lockboxes

Finally, if a service profile indicates that it completely replaces all of your previous service profiles for a service, then only the options identified in that service profile will apply with respect to any of your accounts using that service. None of your previous service profiles for that service are effective and none of the options identified on them will apply with respect to any of your accounts using the service.

We may refuse to accept letters, e-mails or other forms of communication that instruct us to change your setup for a service if those instructions are of the type reflected on a service profile. However, you agree that we may (at our option) accept an e-mail that purports to be from one of your authorized signers and that instructs us to delete one or more accounts from your setup for a service without requiring you to confirm a service profile reflecting that instruction.

6. Electronic Records and Signatures. You consent to the use of electronic records and signatures with respect to your use of the services. Without limiting the types of electronic signatures we may accept, you agree that, if we elect (at our option) to send a service profile to you as an attachment to an e-mail message, you (a) will be deemed to have confirmed that service profile is correct if we receive an e-mail message to that effect that purports to be from one of your authorized signers, (b) adopt that e-mail message as your electronic signature with the intent to sign that service profile and (c) will be bound by that service profile to the same extent as if one of your authorized signers had printed, signed and given it to us.

7. Acknowledgement of Receipt and Agreement to be Bound. By signing below (and each time you confirm a service profile), you acknowledge that you have received (or have been given electronic access, including the necessary password, to) a complete copy of, and that you have read, understand and agree to be bound by all provisions of our treasury management terms and conditions (including, without limitation, those that **(a) limit our liability to you, (b) obligate you to indemnify us, (c) authorize us to rely on authorization codes, (d) waive the right to a jury trial and (e) require binding arbitration**) in the form and with the content then posted on the identified website (as we may update them from time to time) with respect to your use of all services.

Signature. This master agreement has been signed and delivered (which you agree may be by facsimile or e-mail attachment) on your behalf by the person whose name is printed below. That person represents and warrants to us that he or she is one of your authorized signers and that you have taken all action required by your organizational documents to authorize him or her to sign and deliver this master agreement (and any other documents we may require with respect to the services) on your behalf. The agreement completely replaces any other ones you have given us in the past with respect to the services, except that any instructions you have given us under any such past agreements continue to be effective until replaced or deleted in accordance with the agreement (including, without limitation, through a service profile or an implementation/setup form).

Client Name: _____

Authorized Signer: _____

Print Name: _____

Print Title: _____

Address: _____

_____

E-Mail: _____

Phone: _____

Fax: _____

Date: _____

At-a-Glance

SunTrust

Your Relationship Management Team

You face daily challenges. And you want quick solutions. This simple guide gives you the names and numbers to contact when you need information and assistance with your treasury management services, such as information reporting, lockbox, and direct deposit.

Relationship Manager

Joshua McCoy

Phone: 941-951-3005
Fax: 941-951-3244
E-mail: joshua.a.mccoy@suntrust.com

Your Relationship Manager is your primary contact for general SunTrust Business. The Relationship Manager knows your corporate objectives, your accounts and your business requirements. This person's role is to consult with you about new and existing services, ensure your continued satisfaction and bring together the right SunTrust specialists to meet your financial needs.

Relationship Specialist

Iris Robinson

Phone: 239-277-2553 (Toll Free 855-718-6687)
Fax: 239-277-2579
E-mail: iris.robinson@suntrust.com

Your Relationship Specialist assists your Relationship Manager in providing service to customers. The Relationship Specialist provides highly effective sales support for clients regarding account and service details, documentation, deadlines, and problem resolution.

Treasury Sales Officer

Maria Roman

Phone: 813-224-2095
Fax: 813-224-2662
E-mail: maria.roman@suntrust.com

Your Treasury Sales Officer consults with you concerning your business needs in order to develop a customized treasury management solution. Your Treasury Sales Officer coordinates the work of the treasury management services team, keeps you informed about industry trends and new services, and makes recommendations to optimize your treasury management processes.

Treasury Sales Analyst

Karyn Graham

Phone: 813-224-2369
Fax: 813-224-2552
E-mail: karyn.m.graham@suntrust.com

Your Treasury Sales Analyst works with the Treasury Sales Officer by providing analytical support for clients' needs. This includes relationship reviews for improvement opportunities and product recommendation, documentation for implementation set up as well as for modifying existing business. Liaison between Treasury Implementation, Client Servicing and Treasury Product Specialists.

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At-a-Glance

SunTrust

Client Services Specialist

Maria "Millie" Garfinkle

Phone: 866-448-6394, Ext. 100-6351
Fax: 407-237-6905
E-mail: maria.garfinkle@suntrust.com

The Client Services Specialist coordinates your day-to-day communication with SunTrust, once your services are in place. A specific individual will be assigned to serve as your primary contact for routine inquires relative to how your services are functioning, determining the nature of any problems, identifying the appropriate follow up action and instituting that action to ensure a swift, accurate and complete resolution. They can also facilitate any maintenance to your services. Your Client Services Specialist works to ensure that you receive high quality customer service and that our services meet your expectations.

Implementation Project Manager

Janet Rodriguez

Phone: 407-237-5403
Fax: 407-237-6022
E-mail: janet.rodriguez@suntrust.com

The Treasury Implementation Project Manager assists you when you are adding new services or modifying existing services. They will work with you from the receipt of your initial request and engage in detailed discussions to ensure that all services are established according to your requirements. The Treasury Implementation Project Manager provides necessary documentation; communicates your requirements to our operations partners; coordinates all set up processes and testing, and conducts any training that you may need related to the solution we are implementing.

Additional SunTrust Contact Information

Treasury & Payment Solutions Client Services 866-448-6394 (General)

Online Technical Services 877-785-6925

- Login Assistance
- Application installation assistance
- Application errors
- Navigation assistance
- Scanner support

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ORIGINAL

Request for Proposal

Banking Services and Qualified Interim Line of Credit

Prepared for:

Village of Estero

Prepared by:

FIFTH THIRD BANK

February 27, 2015

Jim Mitchell
Relationship Manager
13350 Metro Pkwy.
Fort Myers, Florida 33966
239-225-2004
James.Mitchell@53.com

Dawn Choate
Treasury Management Officer
999 Vanderbilt Beach Rd.
Naples, Florida 34108
239-591-6480
Dawn.Choate@53.com

FIFTH THIRD BANK

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February 27, 2015

Estero Council of Community Leaders
Mr. Bob Lienesch
Finance Director
9042 Falling Leaf Drive
Bonita Springs, FL. 34135

Dear Mr. Lienesch,

Fifth Third Bank is responding to the Village of Estero's Request for Proposals for Banking Services and Qualified Interim Line of Credit. We understand the value and importance of selecting a partner that will work to achieve the Village's needs and expectations over the life of a relationship. More importantly, we believe that Fifth Third Bank can continue to be that partner.

Fifth Third Bank strives to exceed the expectations of its customers and business partners and understands the importance of collaboration and cooperation. If selected as your bank of choice, we are committed to building a long-term relationship and exceeding the expectations of the Village of Estero. When you choose Fifth Third Bank, you are choosing a partner that will serve the Village of Estero as a trusted advisor and use our expertise to bring you sustainable, innovative financial solutions – both now and into the future.

We thank you for this chance to present our recommendations and look forward to the prospect of serving the Village of Estero with customized and comprehensive banking solutions for many years to come.

Respectfully,

Dawn Choate

Dawn Choate
Vice President

VILLAGE OF ESTERO

FIFTH THIRD BANK

Executive Summary

The Village of Estero will be challenged every day to react to changing economic and governmental environments while seamlessly providing service to your taxpayers. Fifth Third Bank understands the challenges faced by the Village of Estero. We understand how inefficiencies with banking services can have a devastating impact on both the department and the taxpayers of Estero, and how these inefficiencies can potentially have an impact on the critical services provided by the Village of Estero. We are confident that through an extended partnership, the Village of Estero will be able to achieve its goals. The Village will gain access to Fifth Third professionals who have built their reputations on their ability to deliver a high quality solution while maintaining customer service with a personal touch.

Our intent is to serve the Village of Estero as a partner and trusted advisor. Because Fifth Third Bank has a solid understanding of your business and operations, your banking team has the opportunity to deliver value-added solutions designed to exceed the Village's expectations for service and quality. The Village of Estero is seeking a State of Florida-qualified financial institution to provide banking services and a qualified interim line of credit in accordance with the terms, conditions and specification contained in the Request for Proposal issues on February 17, 2015. This response is designed to address these objectives and to highlight not only Fifth Third Bank's capabilities but also our recommendations on how the Village of Estero can best achieve the following objectives.

- Obtain banking services that are economical and efficient
- Maximize earnings on public funds deposited locally
- Maximize the use of technology to enhance efficiencies in the Village's banking program

The Village of Estero can depend on the Fifth Third Bank team to work closely with your organization to develop customized solutions for your cash management needs, saving time and money. To maximize the earnings on the Village of Estero's deposits Fifth Third Bank would like to offer the following banking structure.

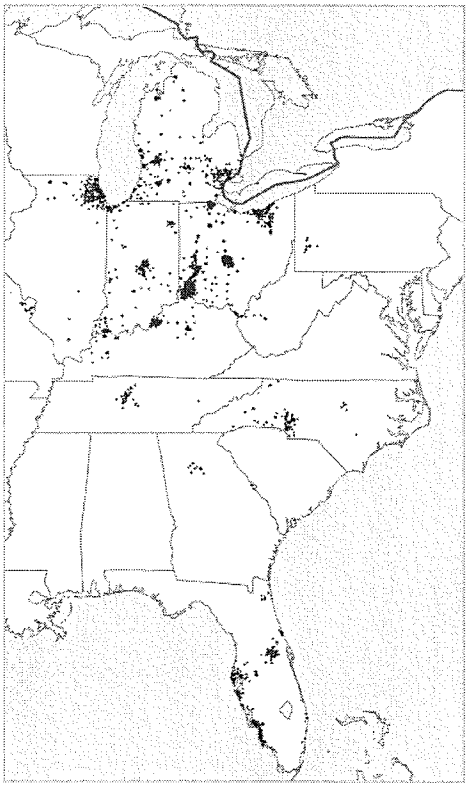
Public Funds Total NOW Account

- Fifth Third Bank is proposing an interest rate of 25 bps.

Selecting the right banking partner can significantly impact performance and long-term success of the Village. Fifth Third Bank's dedication to our customers coupled with a reputation for leadership in industry best practices, gives you the assurance that we will be ready to meet your current and future needs. Fifth Third Bank specializes in, and is committed, to the unique and often complex requirements of municipalities and local governments.

Fifth Third Bank prides itself in building long-term relationships with our clients, and we look forward to working with the Village of Estero. You will find this response to your Request for Proposal to be both comprehensive and competitive. Fifth Third Bank appreciates your consideration of our response.

Organization and Background



Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. Established in 1853, Fifth Third has been in business for over 150 years. Our common stock is traded on the NASDAQ ® National Global Select Market under the symbol "FITB." Fifth Third is a member of the FDIC and is an Equal Housing Lender.

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. As of December 31, 2014, the Company had $139 billion in assets and operated 15 affiliates with 1,302 full-service Banking Centers, including 101 Bank Mart® locations, most open seven days a week, inside select grocery stores and 2,638 ATMs in Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Pennsylvania, Missouri, Georgia and North Carolina. Fifth Third operates four main businesses: Commercial Banking, Branch Banking, Consumer Lending, and Investment Advisors. Fifth Third also has a 22.8% interest in Vantiv Holding, LLC. Fifth Third is among the largest money managers in the Midwest and, as of December 31, 2014, had $308 billion in assets under care, of which it managed $27 billion for individuals, corporations and not-for-profit organizations.

Fifth Third Bancorp has many important assets, but the most valuable is our established and unquestioned reputation for integrity. We are judged by our conduct, and we must act in a manner that merits public trust and confidence. The Bancorp's Corporate Governance Guidelines, along with Fifth Third's Articles of Incorporation, Code of Regulations and charters of the various committees of the Board, provide the foundation for our governance. Fifth Third Bancorp has adopted its Code of Business Conduct and Ethics, Insider Trading Policy and Information Disclosure Policy to help ensure that it retains its integrity and merits public trust and confidence. All of these documents can be located on our website at www.53.com.

Fifth Third's 18 affiliates are headquartered in metropolitan markets throughout the Midwest and Florida. The affiliate operating structure differentiates us from our competitors and ensures that our clients receive individualized service and comprehensive financial solutions. Each affiliate is managed by a local affiliate President and decision-making remains local.

South Florida

The original Charter for the South Florida Affiliate was created in 1991 and is located in Naples, Florida. Since that time the South Florida Affiliate has grown to over 64 financial service centers located throughout South Florida including Sarasota, Manatee, Broward, Charlotte, Collier, Lee, Broward and Palm Beach counties.

Ratings

	Moody's	Standard & Poor's	Fitch	DBRS
Fifth Third Bancorp				
Short-Term	WR	A-2	F1	R-1 (low)
Senior Debt	Baa1	BBB+	A	A (low)
Fifth Third Bank				
Short-Term	P-2	A-2	F1	R-1 (low)
Long-Term Deposit	A3	A-#	A+	A
Senior Debt	A3	A-	A	A
Outlook/Trend	Stable	Stable	Stable	Stable

Financial Statements

Fifth Third Bank's financial reports are available on-line at the following addresses:

2013 Annual Report: http://phx.corporate-ir.net/phoenix.zhtml?c=72735&p=quarterlyearnings

10-Q Report for 3rd Quarter 2013: http://phx.corporate-ir.net/phoenix.zhtml?c=72735&p=quarterlyearnings

SEC Filings

10-K 2013 http://services.corporate-ir.net/SEC.Enhanced/SecCapsule.aspx?c=72735&fid=9284874

10-K 2012 http://services.corporate-ir.net/SEC.Enhanced/SecCapsule.aspx?c=72735&fid=8648960

Qualifications and Experience

The Government and Institutional Team
Jim Mitchell, Vice President
Relationship Manager
13350 Metro Pkwy.
Fort Myers, FL. 33966
Phone: 239-225-2004
James.Mitchell@53.com

Jim will be your Relationship Manager is your primary contact for general Fifth Third business. The Relationship Manager knows your corporate objectives, your accounts and your business requirements. This person's role is to consult with you about new and existing services, ensure your continued satisfaction and bring together the right Fifth Third specialists to meet your financial needs.

Professional Experience

Fifth Third Bank – Fort Myers, FL *2005 – Present*
Vice President/Commercial Relationship Manager (Government and Institutional)

- Responsible for developing revenue growth through generation of loans, deposits, cross-selling bank services and to solicit bank services to non-customers.
- Consults with clients or prospects about new and existing services, ensure your continued satisfaction and bring together the right Fifth Third specialists to meet your financial needs
- Established significant deposit relationships with primary government entities in South Florida including City s, county commission boards, clerk of courts, tax collectors and municipalities.

Collier County Clerk of the Circuit Court – Naples, FL *1994 – 2005*
Director of Finance and Accounting (1996 – 2005)
Director of Internal Audit (1994 – 1996)

- Responsible for the financial and managerial accounting and reporting functions for Collier County, FL, reviewed policies and procedures for compliance with applicable laws, rules, and regulations, and monitored the development and maintenance of computerized accounting and financial information systems.
- Provided financial management support and assistance to County divisions and departments.
- Compiled fiscal estimates and fiscal reports.

Lee County Clerk of the Circuit Court – Fort Myers, FL *1992 - 1994*
Senior Internal Auditor

Customers and Southern National Bank – Fort Myers, FL
1987 - 1992
Internal Audit Officer

Jim has held many professional certifications throughout his career including Certified Internal Auditor (CIA), Certified Fraud Examiner (CFE), and Chartered Bank Auditor (CBA). Jim is very active in the community and has served on the board of directors for numerous not-for-profit entities including the Ronald McDonald House Charities, Inc., the Southwest Florida Council of the Boy Scouts of America, and Crime Stoppers of Southwest Florida.

Treasury Management Team
Dawn Choate, Vice President
Treasury Management Officer
999 Vanderbilt Beach Rd.
Naples, FL. 34108
Phone: 239-591-6480
Dawn.Choate@53.com

Dawn will be your Treasury Management Officer and consult with you concerning your business needs in order to develop a customized account and payments solution. Your Treasury Management Officer coordinates the work of the service and implementations teams, keeps you informed about industry trends and new services, and makes recommendations to optimize your treasury management processes.

Professional Experience

Fifth Third Bank - Naples, FL. *2003-Present*
Treasury Management Officer III- Vice President

- Responsible for partnering with various not-for-profits, government, institutional, higher education, and commercial middle market clients to lend experience, give advice, and offer guidance on the best approaches to meet their cash management needs
- Coordinates the work of the service and implementations teams, keeps you informed about industry trends and new services, and makes recommendations to optimize your treasury management processes.
- Conduct meetings with the Relationship Managers to review their existing portfolio for opportunities to enhance our client's collection and payment processes. This is accomplished by reviewing the clients financials and existing treasury management platform
- Provide excellent customer service and provide timely resolutions to customer issues
- Partner with the Technical Support Specialist to assure the client is scheduled for the appropriate systems training.

Financial Center Manager III –Assistant Vice President (2003-2006)

- Oversee the management, service, sales, and operations of the financial center.
- Established a close working relationship with business partners to assure we are meeting all of the client's needs
- Provide excellent service to customers and prospective customers on various banking matters, including, the explanation and opening of new accounts and professional resolution of problems/issues

Certifications

Certified Treasury Professional - The Association for Financial Professionals

Memberships

The Association for Financial Professionals
Fifth Third Bank's Women's Network

Joan Raborn
Client Advisor
999 Vanderbilt Beach Rd.
Naples, Florida 34108
Phone: 239-591-6398
Joan Raborn@53.com

Joan will be your Client Advisor and is responsible for managing routine inquiries relative to how Commercial Banking services are functioning, determining the nature of any problems, identifying the appropriate follow up action and instituting that action to ensure a swift, accurate and complete resolution. Joan is in direct contact with the Relationship Managers and Treasury Management Officers to ensure that the entire team is always aware of needs and questions as it relates to Commercial products and services.

Professional Experience

Fifth Third Bank - Naples, FL *2005 – Present*
Client Specialist II

- Supports Treasury Management Officers with implementation of new treasury solutions.
- Assists customers with issues relating to their account or treasury management services.
- Support Relationship Managers with commercial loans and depository accounts servicing
- Follow up with customers during and after the implementation process and schedule training as needed
- Open, close, and maintain Commercial and Government DDAs and CDs.
- Partnered with other team members and lines of business to ensure the client's and Relationship Manager's needs are being met in a timely manner
- Perform various tasks as needed for Commercial, Government, and Internal clients

Waterways Home Mortgage, Mortgage Sales Associate – Naples, FL *2004 – 2004*
Mortgage Sales Associate

- Support Mortgage Consultants with loan process and collection of documents
- Monitor and update loans as needed to verify all conditions were meet to close the loan
- Consult with customers of Waterways Builders for home loan products

Bank of America – Charlotte, NC and Naples, FL. *1999 – 2003*
Implementation Coordinator and Sales Support Associate

- Supports Treasury Management Officers with implementation of new treasury solutions.
- Follow up with customers during and after the implementation process and schedule training as needed
- Partnered with other team members and lines of business to ensure the client's and Relationship Manager's needs are being met in a timely manner

Scope of Services

I. BANKING SERVICES

- Checking Accounts

  A regular checking account is needed to accept deposits of cash from Village operations, and zero-balance accounts are needed to disburse funds for variety of activities. Zero-balance accounts will draw funds as needed from a specified regular checking account.

  Independent regular checking accounts are also needed to accept deposits and make disbursements for other restricted funds, such as impact fees, debt service sinking funds, fines and forfeitures, or grants.

  Fifth Third Bank can accommodate this account structure. We will work with the Village of Estero to determine the adequate number of accounts and services needed.

- ACH Debits and Credits

  The Village may initiate direct credits to its employees for payroll disbursements. The Village may initiate direct debits to customers for receiving payments for bills. The Village may consider initiating direct credits to vendors for payment of invoices for services.

  Fifth Third Bank offers a robust ACH processing suite to support the Village of Estero in originating ACH credits and debits to initiate payments to vendors and ongoing repetitive customer payments.

  ACH files can be imported in the NACHA file format into the Fifth Third Direct portal for processing. For files transmitted via Direct Send transmission, the file will need to be in a NACHA format. Encryption is used for file transmissions. Fifth Third supports the following encryption methods:

  - **FTP over a VPN**
  - **Secure File Transfer Protocol (SFTP or FTP using SSH) – Requires the exchange of an SSH key**
  - **FTPS or File Transfer Protocol Secure (FTPS or FTP using SSL) – Requires the use of an X509 certificate, or SSL certificate.**
  - **Fifth Third Direct (https)**
  - **PGP Encryption, which encrypts the transmission payload. PGP can be added to any of the above mentioned protocols.**

  For Direct Send Transmission origination, Fifth Third Bank uses a sophisticated Voice Response Unit (VRU) or an Internet-based File Authentication Module for file verification. After sending an ACH file to the bank, ACH Direct Send clients are required to call the VRU or enter the total amount of the file online within the File Authentication Module. If the amount of the file differs from the amount reported, an ACH Customer Service Representative initiates a telephone call to the primary contact on the account to determine and resolve the discrepancy. This process is required to provide additional security for our customers.

Any payment file that is sent via direct transmission must be authenticated before it can be processed. Authentication requires the re-entry of the total dollar amount to ensure the correct file was transmitted. We ask that you verify file totals within 15 minutes of transmitting the file. This procedure serves as a dual control prior to file processing.

Authentication can be provided in one of three ways:

- **Fifth Third Direct File Authentication Module**
- **Telephone / VRU**
- **Electronic Control Totals**

The Village is also interested in a solution to "filter" unauthorized direct credits to its accounts. While the Village accepts direct credits from other governmental agencies and certain select customers, it is not desirable to accept a large number of direct credits not initiated by the Village.

Fifth Third Bank offers ACH Positive Pay and Check Block service to protect the Village of Estero against unwanted ACH and check clearing activity.

ACH Positive Pay is an Internet-based service similar to Check Positive Pay, the Village of Estero will have the ability to decide whether an ACH item should be paid or returned. ACH Positive Pay service is designed to:

- **Help protect your accounts from unauthorized ACH debit transactions**
- **Enable you to make on-line Pay or Return decisions on unrecognized or exception ACH debits**
- **Improve self-service maintenance of ACH blocks and filters**

- Payroll Access Accounts/Cards

While some of the Village's employees may utilize the Village's Direct Deposit program for receiving their paychecks, there are a limited number of holdouts. The Village is interested in innovative solutions that can be provided that would allow mandatory Direct Deposit of payroll, but permit employees without bank accounts to receive their pay.

Due to increasing regulatory requirements and various, dynamically changing state laws associated with offering a payroll card product, Fifth Third has discontinued their PayCard program. The following are options available to the Village of Estero to migrate employees to a mandatory Direct Deposit platform:

1) **Access 360° reloadable prepaid card** -- a general purpose, reloadable prepaid card available to consumers through Fifth Third banking centers. Consumers who enroll receive the routing and account number to give to their employer to enable direct deposit of wages to the card.

2) **The Skylight PayOptions Program** – an affordable, feature-rich payroll card program. Employers offer the program to their employees and enroll individuals in the program as they do today with the PayCard program. This program is supported by NetSpend. If the Agency is interested in learning more, you can contact Manny Robinson at NetSpend directly to set up a meeting. Manny can be contacted via email at mrobinson@netspend.com or via phone at 512-539-5930.

- Credit Card Merchant Accounts

The Village requires merchant accounts for accepting Visa and MasterCard transactions, for in-person use, and for on-line transactions.

The payments landscape has rapidly evolved since federal taxes began accepting card payments for federal income taxes in 1999. Vantiv understands the public sector's unique processing needs and helps government entities navigate through the payments acceptance process by providing information on the rules and regulations, PCI compliance, convenience fees and interchange management.

Convenience Fee Support:

Vantiv supports convenience fee processing through web, interactive voice response, kiosks and face-to-face models. Our systems have the flexibility to support variable and fixed fee structures, as well as single and dual transaction methods. We can help you manage the convenience fee compliance requirements with the major card associations.

PCI Compliance Education and Support:

The Payment Card Industry Data Security Standard (PCI DSS) is an evolving framework designed to protect cardholder data. The multifaceted security standard includes requirements for security management, policies, procedures and other critical protective measures. We understand the challenge that PCI Compliance represents for government entities. We can help you understand the impact to your business.

Proactive Expense Reduction:

Vantiv helps keep you informed of industry updates from the card associations. Interchange is the single largest cost component for a merchant transaction. As interchange fees continue to increase, merchants must understand that there are savings opportunities for those who properly manage this expense. We can provide the Village with assistance with analyzing transactions and understanding interchange qualification specific to government entities so that you can ensure your costs are minimized.

Internet-Based Back-Office Management:

With Direct, our award winning reporting tool, you can view critical reports and processing statements online quickly and easily, every day. Detailed transaction data and exception item information can be retrieved for research with security access set by User so that critical information can be shared at the department level.

Comprehensive Card Based Solutions:

With direct links into the networks, our Credit, Debit, and Gift Card products will provide the services you need to support your business now and in the future.

Vantiv is proposing a bundled rate of 2% + $0.05. This includes interchange and all card network fees.

- On-Line Banking

The Village requires near-real-time availability of account information, and the ability to transfer funds between accounts with immediate availability in the destination account. Other tasks that can be performed in a self-service style utilizing on-line banking are highly desirable.

Our Fifth Third Direct℠ portal gives you a clear view of your cash position throughout the day, helping you make informed decisions regarding financing and investment needs. Fifth Third Direct offers a full suite of Internet-based Treasury Management services, including Information Reporting, ACH Origination, State and Federal Tax Payments, Book Transfers, Stop Payments, and Wire Transfer Initiation services.

Prior day data is available to the information reporting platforms by 6:00 a.m. EST and Intraday data is provided at 8:00 a.m., 1:00 p.m., 7:00 p.m. and 9:00 p.m., EST. Intraday reporting allows you to view current day ACH, wire and internal transfer activity.

Prior day information is available for 6 calendar months. Intraday information is available for 45 calendar days. The Village of Estero can create customized reports via Fifth Third Direct to meet your specific needs by selecting from several criteria and formatting options:

- Option of choosing all accounts or multiple accounts
- Date Range or present Date parameters such as previous month, current week, last 30 days
- All Transactions or multiple specified transactions types such as Account Transfer Credit, Account Transfer Debit, Incoming Wire, Outgoing Wire, ACH Credit, ACH Debit, Disbursing Credit, Disbursing Debit, Return, ZBA Credit, ZBA Debit
- All Transaction Codes or multiple specified codes based on BAI code (such as 142 – ACH Credit Received, 143 – Item in ACH Deposit, 166 – ACH Settlement)
- Amount range
- Customer Reference #, Bank Reference # (check number)
- Sort by Date, Credit/Debit, Debit/Credit, Transaction Type, Bank Reference # or Customer Reference #
- Report format options include BAI v.2, Text, PDF, QuickBooks, CSV, Comma Delimited and HTML.

Report criteria can be saved and retrieved for future report generation; e.g., if a report is needed daily, the criteria/sort options do not need to be reselected each time, but instead can be saved the first time and reused to pull the needed information. Reports can then be generated with a simple point and click on the report name.

The Village of Estero will benefit from the Fifth Third Direct Stop Payment module with the following features:

- Single check or check range inquiry capability
- Stop Payment confirmation tracking number assigned to all entries
- Status, including if the check was already paid (6 months of check clearing history is reviewed to determine is a requested stop payment check has already cleared the bank)
- Stop Payment History reporting includes stops placed on accounts through any channel, including telephone and email to your reconciler or dedicated client specialist
- Stop Payments are effective for 6 months
- Stop Payments are effective immediately and report directly to the teller line

Stop payments can be placed through our online portal Fifth Third Direct and are effective for 6 months. Through our Bank Maintained Positive Pay customers can elect to have stale dated items reported as suspect item, or select a default deposition on the items to pay or return. This is aside from the account level disposition. After 6 months a check is considered stale dated and Fifth Third Bank is not obligated to pay that item.

Our Wire Transfer Services can provide the Village a reliable, secure, and immediate method for transferring domestic or USD international payments along with detailed routing and transaction information. You can initiate wire transfers as needed, or up to ten days in advance. You can also wire standing orders automatically, according to a pre-arranged schedule.

- Repetitive wires – Use repetitive wires to make frequent transfers to the same credit party. We store templates with the receiving party's pertinent information, so that all you have to do is fill in the dollar amount and date at the time of the transfer request.
- Non-repetitive or free-form wires – With non-repetitive or free-form wires, the debit and credit party vary for each item. A higher level of security is usually required for these transactions.
- Drawdown wires – Drawdown wires are typically requests made by a client to initiate a wire transfer to debit another account held by the company either within Fifth Third Bank or at another bank. Clients primarily use these transfers for concentration purposes.

Fifth Third Direct Intra Day Data Availability and Cutoff Times (all times ET)	
Intra Day Information Data Availability (Fifth Third Bank Accounts)	
ACH	7:00 a.m., 1:00, 7:00, 9:00 p.m., 12:00 a.m.
Controlled Disbursement- First Presentment	8:30 a.m.
Controller Disbursement- Second (Final) Presentment	10:00 a.m.
Controlled Disbursement- Check Detail	11:30 a.m.
Wire Transfer	7:15 a.m. - 8:30 p.m. (every 5 minutes)
Wholesale Lockbox	10:00 a.m., 1:00 p.m.
Cash Letter	8:30 a.m., 1:00 p.m.

- Electronic Check Reconciliation, Payment Verification, etc.

  Other services that can be provided which simplify the Village's workload in reconciling transactions are highly desirable. The Village expects to reconcile its accounts monthly.

  Fifth Third Bank offers Account Reconciliation (ARP) which allows you to upload a list of all the checks that you issue. The bank then reconciles the account on a daily basis. At the end of the month we produce bank statements via paper, online on Fifth Third Direct or via file transmission that will show not only which checks have cleared, but also which ones have not.

- Interest/Overnight Investment

  All Village funds on deposit shall bear interest. **The interest that can be paid on funds will be considered as a criterion in selection of the winning bank.** Funds may be paid direct interest or invested in overnight instruments that are permissible under the Village's investment policy (such as overnight repurchase agreements, etc.). The bank shall guarantee that funds automatically swept from accounts at the end of the business day shall be fully available at the beginning of the next business day.

Fifth Third Bank is proposing a Public Funds Total NOW Account with an interest rate of 25 bps. Interest will be paid directly to the account and does not require the funds to be swept to an overnight investment.

From time to time, the Village may make longer-term investments of surplus cash, using low-risk investments such as certificates of deposit, or other instruments that are permissible under the Village's investment policy.

Fifth Third Bank offers additional investment options for surplus cash. We will work with the Village of Estero to determine the best investment instrument that is permissible under the Village's Investment Policy.

All proposed products and interest shall be quoted in the bank's proposal as either a flat rate, or as a number of basis points above or below an industry-standard rate index.

Interest will be earned at a flat rate of 25bps.

Expectations and Other Requirements

- Public Depository and Branch Location

  The bank selected shall be an authorized public depository as determined by the Department of Banking of Finance of the State of Florida, and shall be validly licensed and certified under all relevant federal, state, and local laws and regulations to do business with the Village. The bank shall also maintain an open, fully staffed branch within the corporate limits of the Village of Estero. If, at any time, the bank fails to meet these requirements, the bank shall immediately turn over to the Village all funds on deposit, in any type of account or instrument, **without any penalty of any kind, or any delay of any kind**.

  Fifth Third Bank acknowledges this requirement and can comply with the request. The following location is within the corporate limits of the Village of Estero.

Financial Center Name	Phone	Street	City	State	Zip
ESTERO BANKING CENTER	(239) 948-5300	21321 S. TAMIAMI TRAIL	ESTERO	FL	33928

- Availability of Funds

  Deposits, ACH credits, and wire transfers shall be made available as soon as possible. The bank shall include their schedule of availability in their proposal. Banks guaranteeing faster availability of funds will be considered more favorably in the evaluation process than those that do not.

  Fifth Third has many float (availability) schedules. Fifth Third will be pleased to discuss available alternatives to the standard availability schedule. Accommodations can be made for high volume accounts, and accounts depositing pre-encoded checks.

- **Availability is determined on each individual item deposited and is based upon the routing and transit number of the item, the time of deposit, and the method of deposit (teller line, lockbox, etc.).**
- **On-us items deposited by clients are given immediate availability up to 11:00 p.m. ET.**
- **Foreign items drawn on the currency of the country (as well as USD in Canada) are given immediate credit if less than $5,000 USD equivalent, and are sent for Collection if over $5,000. Collection can take 2-8 weeks, depending upon the country and response time of the bank on which it is drawn. From time to time, a Relationship Manager may give approval for the branch to give immediate credit for items over $5,000.**
- **Availability is determined by item and is based upon the routing and transit number of the item, the time of deposit, and the location of deposit (teller line, lockbox, etc.). For Electronic Check Clearing, Fifth Third Network, we use a fractional basis.**
- **Fifth Third offers standard and, on an exception basis, accelerated schedules for each depository service.**
- **The review of availability schedules is a collaborative effort between our Float Management and Product Management teams. Each availability schedule is reviewed for updates quarterly in order to align schedules with our clearing capabilities. We maintain our tables monthly.**

Standard Availability Schedule

Type of Deposit	Funds Availability
Electronic Direct Deposit, Cash, ACH Deposit, and Wire Transfers	Available on the day the deposit is received.
US Treasury Checks, Federal Reserve Checks, Postal Money Orders, and Checks (same affiliate) written against 5/3 DDA	Available on the 1st Business day after day of deposit.
State and Local Government Checks, Cashier's/Official Checks, Certified Checks and Non-US Postal Money Orders	1st Business day after day of deposit. MUST use special (yellow) deposit ticket to ensure next day availability.
Local Checks (includes certain 5/3 Checks drawn on other affiliates	$100 is available on the NEXT business day. Remaining funds available no later than 2nd Business day after day of deposit
Non-Local Checks	$100 is available on the NEXT business day. Remaining funds available no later than 4th Business day after day of deposit.
Note: Business days do NOT include Saturday and Sunday OR Federal Holidays.	

- Payment of Banking Service fees

  The Village **WILL NOT** use the compensating balance method for paying any banking fees. Fees for **all** services shall be invoiced no less than once per quarter, preferably monthly. Fees shall **NOT** be deducted from any of the accounts of the Village held by the bank.

  All services provided by the bank shall be invoiced on the same, itemized invoice, if possible. Fees for any type of service shall not be included in, credited against, or deducted from a transaction amount.

  Fifth Third Bank is able to meet the monthly invoice requirement, however in the event the invoice is not paid by day 60 the amount due will be direct debited from the DDA.

- Prompt Service of Wire Transfers

  The bank shall process immediately all wire transfer requests, and assume responsibility for their expedient arrival at their destination. The bank shall assume liability for the failure of a wire transfer to arrive at its destination in a timely manner when the Village has complied with the bank's applicable deadlines for initiating the wire transfer.

  Our Wire Transfer Services can provide the Village of Estero a reliable, secure, and immediate method for transferring domestic or USD international payments along with detailed routing and transaction information. You can initiate wire transfers as needed, or up to ten days in advance. You can also wire standing orders automatically, according to a pre-arranged schedule.

  - **Repetitive wires – Use repetitive wires to make frequent transfers to the same credit party. We store templates with the receiving party's pertinent information, so that all you have to do is fill in the dollar amount and date at the time of the transfer request.**
  - **Non-repetitive or free-form wires – With non-repetitive or free-form wires, the debit and credit party vary for each item. A higher level of security is usually required for these transactions.**
  - **Drawdown wires – Drawdown wires are typically requests made by a client to initiate a wire transfer to debit another account held by the company either within Fifth Third Bank or at another bank. Clients primarily use these transfers for concentration purposes.**

  Our Wire Transfer Service offers you an array of initiation options:

  - **Internet via Fifth Third Direct, our Internet portal**
  - **Telephone with PIN security**
  - **Secure batch file transmission in BAI2 or XML formats**
  - **In-person requests at any of our full-service branch locations, with over 1,300 for your convenience. Through Fifth Third Direct, our Internet portal, we offer detailed payment and remittance information in multiple formats.**

We incorporate the latest security technology into our front- and back-end processing to ensure that our Wire Transfer Services remain dependable and secure. We also include extensive security and controls throughout the transfer process to ensure the integrity of the transactions. Fifth Third strongly recommends that all customers implement Dual Control over wire initiation. Dual Control requires two separate users to process wires: one to originate and a second, separate user, to approve. Dual control provides an additional hurdle to cyber attackers, preventing access to your computer, and offers clients enhanced internal risk management. Your designated security administrator will establish and manages the user profiles, assigning varying levels of security based on the City's operational procedures.

In the event a wire is not able to be initiated through Fifth Third Direct we can establish an alternative method for processing the Village's wire transfers. One alternative solution is to establish a PIN number for authorized personnel which allows them to phone in wire requests directly to our wire room. The second option is to fax a wire request to your Client Advisor for processing. All manual wires processed through Fifth Third Bank Representatives would require a signature from an authorized signer on the account. Batchwire is also available in which files can be submitted by FTP, Connect mainframe, Connect Direct, or JES2, NJE/RJE.

In the event a wire transfer would overdraft the account it would require the approval from the Relationship Manager prior to the wire being released. Fifth Third Bank has the ability to provide daylight overdraft protection, upon credit approval, to assure wires are processed if an overdraft situation would occur. Fifth Third Bank will work with the Village of Estero to determine the appropriate amount required if the Village determines the service is needed.

Do to the increase in wire fraud, Fifth Third Bank's verification process is to contact an authorized repsresentative of the Village of Estero to confirm the wire transfer. In the event we are unable to verify the wire this may cause a delay in processing the transfer. It will be the Village's responsiblitity to assure sufficent coverage is in place to authorize the wire transfers to avoid delays.

Opening Hours & Cut-off Times to Ensure Same-day Execution (Times noted are Eastern)				
Type of Transfer	**Telephone**	**Internet**	**CPU to CPU**	**Automatic Standing Transfer**
Intradistrict (within Fed district)	8:00 a.m – 4:30 p.m	6:00 a.m – 5:30 p.m	8:00 a.m - 4:30 p.m.	8:00 a.m.
Interdistrict (between Fed districts)	8:00 a.m – 4:30 p.m	6:00 a.m – 5:30 p.m	8:00 a.m - 4:30 p.m.	8:00 a.m.
Book transfer/ Internal	8:00 a.m – 4:30 p.m	6:00 a.m.- 5:30 p.m.	8:00 a.m - 4:30 p.m.	8:00 a.m.
Drawdown	8:00 a.m – 3:30 p.m	6:00 a.m.- 5:30 p.m	N/A	8:00 a.m.
International (U.S. Dollar)	8:00 a.m – 4:30 p.m	6:00 a.m – 4:00 p.m	8:00 a.m - 4:30 p.m.	N/A

- Transmission of ACH files

The Village currently transmits ACH files over a direct modem connection. This is inconvenient. If a secure Internet-based transmission method is made available by the bank, it will be considered favorably in the evaluation process.

For files transmitted via Direct Send transmission, Fifth Third supports the following encryption methods:

- **FTP over a VPN**
- **Secure File Transfer Protocol (SFTP or FTP using SSH) – Requires the exchange of an SSH key**
- **FTPS or File Transfer Protocol Secure (FTPS or FTP using SSL) – Requires the use of an X509 certificate, or SSL certificate.**
- **Fifth Third Direct (https)**
- **PGP Encryption, which encrypts the transmission payload. PGP can be added to any of the above mentioned protocols.**

For Direct Send Transmission origination, Fifth Third Bank uses a sophisticated Voice Response Unit (VRU) or an Internet-based File Authentication Module for file verification. After sending an ACH file to the bank, ACH Direct Send clients are required to call the VRU or enter the total amount of the file online within the File Authentication Module. If the amount of the file differs from the amount reported, an ACH Customer Service Representative initiates a telephone call to the primary contact on the account to

determine and resolve the discrepancy. This process is required to provide additional security for our customers.

Any payment file that is sent via direct transmission must be authenticated before it can be processed. Authentication requires the re-entry of the total dollar amount to ensure the correct file was transmitted. We ask that you verify file totals within 15 minutes of transmitting the file. This procedure serves as a dual control prior to file processing.

Authentication can be provided in one of three ways:

- **Fifth Third Direct File Authentication Module**
- **Telephone / VRU**
- **Electronic Control Totals**

- Designated Account Executive

The bank shall provide a designated account executive, an alternate, and the bank official with supervisory authority over the designated account executive. The designated account executive **must** have the authority to make timely decisions in the normal course of business on their own without having to refer to others within the bank. A brief resume of the designated account executives must be submitted as part of the proposal. If any of the employees of the bank in these roles change, the Village shall be notified immediately. Failure to comply with any part of this provision shall permit the Village, at its sole discretion, to terminate the banking relationship, upon which the bank shall immediately turn over to the Village all funds on deposit, in any type of account or instrument, **without any penalty of any kind, or any delay of any kind.**

The following individuals are designated account executives for Fifth Third Bank and have the authority to make timely decision:

Jim Mitchell
Relationship Manager
Vice President, Government & Institutional Banking
13350 Metro Pkwy.
Fort Myers, Florida 33966
Phone: 239-225-2004
James.Mitchell@53.com

Dawn Choate
Treasury Management Officer
Vice President, Treasury Management
999 Vanderbilt Beach Rd.
Naples, Florida 34108
Phone: 239-591-6480
Dawn.choate@53.com

Joan Raborn
Client Advisor
Officer, Commercial Banking
999 Vanderbilt Beach Rd.
Naples, Florida 34108
Phone: 239-591-6398
Joan.Raborn@53.com

Premier Commercial Support
Phone: 800-488-6773
CSCPremier.Bancorp@53.com
Hours: 7am- 10pm EST

Resumes are provided under the Qualifications and Experience within this response. The Village of Estero will be notified upon any changes to the relationship ream listed above.

- Account Reconciliation

  In addition to electronic services that may be proposed for reconciliation of accounts, the bank shall provide a paper statement of all accounts no less frequently than monthly. All items shall be delivered to the Village no more than five (5) days after the end of a month.

  Bank Statements are mailed to clients within five business days after the statement cycle cut-off. Statements are available online the morning following the statement cycle cut-off and can be downloaded in PDF format. Account Analysis statements are available on the 10th business day of every month and can be retrieved either through a direct send file or by downloading through our Internet portal, Fifth Third Direct. Typically, the analysis statement is mailed to the customer within 72 hours after analysis is processed.

- Full Fee Disclosure

  All fees for services to be provided, including fees for supplies, transactions, handling items, and exceptional matters, shall be disclosed in this proposal. If a fee is not disclosed for a service, the bank shall be deemed as providing the service for free. **No Banking Fees of any type shall increase for a period of one (1) year from the date of initiating any Agreement for Service with the bank.** If any fee increases without the express written consent of the Village, the Village shall have the option of terminating the banking relationship, upon which the bank shall immediately turn over to the Village all funds on deposit, in any type of account or instrument, **without any penalty of any kind, or any delay of any kind.**

  Fifth Third Bank has provided a comprehensive and competitive pricing proposal however, in the event the Village of Estero decides to implement a service not original listed as part of this RFP the service will be implemented at a cost agreed upon by both the bank and the Village of Estero. The pricing will remain in effect during the duration of the contract. Fifth Third Bank will provide banking supplies to the Village of Estero at no cost. Banking supplies can include but are not limited to: tamper proof disposable style deposit bags, checks, deposit slips, deposit stamps, coin wrappers, bulk coin deposit bags, and envelopes. Fifth Third Bank will limit orders of deposit tickets, checks, and endorsement stamps to a designee appointed by the Village of Estero.

II. LINE OF CREDIT

A. SECURITY FOR LOC

Amounts due under the LOC will be secured by a Resolution, which will pledge excess unpledged revenue from Village of Estero's Ad Valorem tax revenues.

B. STRUCTURE OF THE FINANCING

1. Amount:

   $500,000; $1 million; or $1.5 million (Amount will be determined by Village Council).

2. Rate:

   Bank-qualified fixed rate or variable rate based on a spread to a nationally recognized index.

3. Draws:

   Draw period of three (3) years. The Village may make draws on the LOC in accordance with a procedure agreed upon by bidder and the Village. Draw requests must be funded via wire transfer (at no cost to the Village) by 5 p.m. EST the day immediately following the request.

4. Repayment Terms:

   Interest on the outstanding balance of the LOC will be paid quarterly, based on a 30/360 day basis and will be paid on January 1, April 1, July 1, and September 1.

5. Principal Prepayment:

   The LOC can be paid in full or in part at any time without penalty.

Please see Appendix E for the Revolving Line of Credit Term Sheet reflecting the amount, rate, draws, repayment terms, and principal prepayment terms.

C. MINIMUM REQUIREMENTS

1. Interest rate

   LOC – Identify the index and state a spread to said index for the bank-qualified variable rate to be used on the LOC. Provide this interest rate on a current basis and on a ten (10) year historical basis (i.e. 10-yr average of index with applied spread). Proposers must provide the historical database on which the interest rate is based in an Excel spreadsheet file emailed to rpl10000@gmail.com three (3) days prior to the proposal's due date/time.

Please see Appendix E for the 10 year historical average for the LIBOR 3-Month Index Rate. An excel spreadsheet was provided via email as requested.

2. Fees and Expenses

Describe in detail all fees and expenses for which the Village will be responsible. The amounts stated in the proposal shall represent the maximum amounts payable to the proposer by the Village. All fees and expenses in excess of those stated in the proposal shall be the sole responsibility of the proposer and will not be paid or reimbursed by the Village. The Village's bond counsel will prepare all documents and will render an opinion regarding the tax exemption of the LOC.

Please see Appendix E for the Revolving Line of Credit Term Sheet reflecting the fees associated with the Line of Credit.

3. Prepayment Provisions

If the proposer's prepayment provisions are different from those outlined in this Request for Proposal, please specify.

There are no prepayment penalties on the floating-rate loan.

4. Conditions

Provide a listing of all condition, terms or restrictions, other than those specified in this Request for Proposals, which would be included in your commitment to provide the Term Loan.

Please see Appendix E for the Revolving Line of Credit Term Sheet reflecting the conditions and requirements of the Line of Credit.

III. Inquiries and Addenda

Each Respondent shall examine the RFP document and shall judge all matters relating to the adequacy and accuracy of this document. Any inquiries, suggestions, or requests concerning interpretation, clarification, or additional information pertaining to the RFP shall be made through the ECCL's Finance Director prior to the election of the new Village Council or the Village Council's Interim Village Manager after the election of the new Council and appointment of Interim Village Manager. The Village shall not be responsible for oral interpretations given by any ECCL representative, Village employee, representative, or others. The issuance of a written addendum is the only official method whereby interpretation, clarification, or additional information can be given. It shall be the responsibility of each Respondent, prior to submitting the proposal, to determine if addenda were issued and to make such addenda a part of the proposal.

Fifth Third Bank acknowledges this requirement.

IV. Responder Preparation Expenses

Each responder preparing a proposal in response to this request shall bear all expenses associated with their preparation. Responders shall prepare a response with the understanding that no claims for reimbursement shall be submitted to the Village for the expense of preparation or presentation.

Fifth Third Bank acknowledges this requirement.

V. Right to Protest

Any actual or prospective bidder who is aggrieved in connection with the solicitation or award of a contract may seek resolution of his/her complaints by contacting the Village Manager.

Fifth Third Bank acknowledges this requirement.

VI. No Corrections

Once a competitive proposal is submitted, the Village shall not accept any request by any proposer to correct errors or omissions in any calculations or competitive price submitted.

Fifth Third Bank acknowledges this requirement.

VII. Openness of Procurement Process

Written competitive proposals, other submissions, correspondence, and all records made thereof, as well as negotiations conducted pursuant to this RFP, shall be handled in compliance with Chapters 119 and 286 Florida Statutes. The Village gives no assurance as to the confidentiality of any portion of any proposal once submitted.

Fifth Third Bank acknowledges this requirement.

VIII. No Collusion

By offering a submission to the RFP, the proposer certifies the proposer has not divulged to, discussed or compared his/her competitive proposal with other proposers and has not colluded with any other proposers or parties to this competitive proposal whatsoever.

Fifth Third Bank acknowledges this requirement and has complied with the request.

IX. Informality Waiver/Rejection of Proposals

The Village reserves the right to reject any or all responses and to waive any irregularity, variance or informality whether technical or substantial in nature, in keeping with the best interest of the Village.

Fifth Third Bank acknowledges this requirement.

X. Appropriations Clause

The Village, as an entity of government, is subject to the appropriation of funds by its legislative body in an amount sufficient to allow continuation of its performance in accordance with the terms and conditions of this contract for each and every fiscal year following the fiscal year in which this contract shall remain in effect. Upon notice that sufficient funds are not available in the subsequent fiscal years, the Village shall thereafter be released of all terms and other conditions.

Fifth Third Bank acknowledges this requirement and can comply with this request.

FINEMARK
NATIONAL BANK & TRUST

February 26, 2015

John M. Kozak, CFP®
Senior Vice President

Estero Council of Community Leaders
C/O Bob Lienesch, Finance Director
9042 Falling Leaf Dr.
Bonita Springs, FL 34135

RE: FineMark National Bank & Trust Request for Proposal

Dear Mr. Lienesch,

On behalf of FineMark National Bank &Trust I am pleased to submit our response to your request for proposal for banking services and a commercial line of credit for the Village of Estero. Please note that our responses are highlighted in red on your originally formatted document titled request for proposals. We have also provided additional enclosures for your review.

Thank you for the opportunity to submit our proposal. We look forward to establishing a mutually beneficial banking relationship with the Village of Estero. Please let me know if I can answer any questions regarding FineMark National Bank &Trust or our proposal.

Best Regards,

John M. Kozak
Senior Vice President
FineMark National Bank &Trust

10010 Coconut Road, Estero, Florida 34135
Direct (239) 405-6712 / *Facsimile* (239) 405-6703 / jkozak@finemarkbank.com
www.finemarkbank.com

REQUEST FOR PROPOSALS

February 17, 2015

NOTICE IS HEREBY GIVEN that the Estero Council of Community Leaders (ECCL), for the benefit of the Village of Estero, Florida, is accepting proposals for:

BANKING SERVICES AND QUALIFIED INTERIM LINE OF CREDIT

This Request for Proposal is being conducted as a courtesy to the Village of Estero City Council by the ECCL. Nothing herein shall be binding upon the Village of Estero City Council until approved by the Council.

An original and five (5) copies of all proposals, including all executed documents and needed attachments, shall be placed in a sealed envelope marked "PROPOSAL FOR BANKING SERVICES AND QUALIFIED INTERIM LINE OF CREDIT", and received by **Friday, February 27, 2015 – 5:00 p.m.**

1. RESPONDING TO THE REQUEST FOR PROPOSALS

Proposals must be mailed or delivered to the following address:

Estero Council of Community Leaders
c/o Bob Lienesch, Finance Director
9042 Falling Leaf Drive
Bonita Springs, FL 34135

General Information and Requirements

1. In accordance with Chapter 119, Florida Statutes, all proposals received, and all materials contained therein, once opened and reviewed by the newly elected Council of the Village of Estero are **public record**, and subject to disclosure to any person, organization, or firm, including other firms responding to this request for proposals.

2. In accordance with section 287.133, Florida Statutes, a person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid or proposal on a contract to provide any goods or services to a public entity and may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount provided in section 287.017-for CATEGORY TWO for a period of 36 months from the date of being placed on the convicted vendor list.

3. The Village reserves the right to accept or reject any or all proposals, or part thereof, to waive any informalities or technicalities, or to award contracts in the best interest of the Village. In all instances, the Village's decision shall be final.

4. The Village of Estero will be exempt from taxes imposed by the State and Federal Government. Proposals shall not include any taxes or fees.

5. Prospective firms must submit proposals strictly in accordance with the specifications outlined in the RFP. Each variance, if any, to the specifications shall be specifically stated in the proposal.

6. Prospective firms warrant by virtue of submission of proposals that all prices, terms, and conditions stated shall be honored for a period of one hundred eighty (180) days after the opening of proposals. **Any** changes at the time an order is placed shall result in automatic disqualification of the vendor.

7. The original proposal shall be signed, in ink, by a corporate officer, partner, or proprietor.

8. The Village reserves the right to reject any or all items if in its judgment the item does not meet the needs of the Village, or for any reason it deems suitable.

9. Prospective firms are hereby warned not to contact any Village employee, official, board member, or Commissioner on matters relating to this Request for Proposals, except as indicated herein. Any attempt to do so, or engaging in lobbying or any other activity interfering with the evaluation process may result in immediate disqualification of the vendor from **any** Village business.

10. Prospective firms hereby warrant by virtue of submission of proposals that any and all terms, conditions, and requirements as stated in this document are valid, enforceable, and binding upon the selected vendor.

11. In the event that it becomes necessary to revise any part of this RFP, or if additional information is necessary to enable the proposing firm to make an adequate interpretation of the provisions of this RFP, a supplement to the RFP will be posted online at the Estero Council of Community Leaders Website: www.esterotoday.com

Specific Information and Requirements

1. Answers to questions submitted about this Request for Proposals will be provided to all known prospective proposers.

2. Proposals **will contain** a list of references from similar clients which the firm has been involved with for the past five (5) years.

3. Proposals must contain the firm's proposed Agreement for Services. The Village reserves the right to obtain legal review of the Agreement, and make changes to meet legal requirements, or as otherwise desired.

4. Resumes for individuals whose qualifications or experience are cited as evidence of a firm's qualification must be included. Prospective firms hereby consent, by virtue of submission of a proposal, to the Village verifying the validity of any qualification, as it may deem necessary.

5. The selected firm may not discriminate against any employee employed in the performance of services, or against any applicant for employment because of race, religion, color, handicap, national origin, age, gender, or marital status.

Evaluation of Proposals

The Village reserves the right to accept all or a portion of any proposal submitted, and may use products from multiple sources if it is to the Village's advantage; prospective firms are encouraged to keep this in mind when submitting proposals. Proposals will be evaluated based

on the following criteria, by an evaluation committee. Proposals should contain all information relevant to the evaluation of these criteria:

Special Requirements of all Proposing Banks

- The bank submitting a proposal must be legally able under all applicable state and federal laws and regulations to provide services to a municipality of the State of Florida.

  FineMark National Bank & Trust is Qualified Public Depository

- The bank must maintain a staffed branch inside the corporate limits of the Village of Estero.
  FineMark National Bank & Trust has a full service branch located within the corporate limits of the Village of Estero.

Costs/Gains

- Cost structure (up front costs, recurring costs)
  Refer to "Banking Services and Line of Credit" sections.
- Interest Income from funds placed on deposit with bank
  Refer to "Banking Services" section.

Qualifications and Experience

- Adequate organization, facilities, equipment and personnel to ensure prompt and efficient services to the Village. The Village reserves the right before recommending any award to inspect the facilities, organization and financial condition or to take any other action necessary to determine ability to perform in accordance with specifications, terms and conditions.
  Annual Report included with response

- Qualification of personnel to provide services to the Village, and level of experience in dealing with the special requirements of providing banking services to public entities.
  Resumes/bio included with proposal response.

- Feedback from current and past customers of bank.
  FineMark National Bank & Trust has a number of non-profit / business clients who utilize many of the services the Bank has to offer. Feedback from current and past clients may be available upon their consent.

Approach

- Suitability of the methodologies and approaches used in providing banking services;

- Ability to dedicate specific resources and employees to handling provision of services to the Village;

- Ability to meet desired timelines and deadlines.

Insurance

- Bank must be FDIC insured. Village deposits in excess of FDIC coverage must be fully collateralized as described in the Florida Security for Public Deposit Act, Florida Statute 280.01.

FineMark National Bank & Trust is FDIC insured. Deposit in excess of the FDIC coverage would be placed in an account collateralized as described above. Funds would be placed as directed by the Village.

- Professional or other liability insurances for other non-deposit services as appropriate.

Presentation Quality

- Quality, professionalism, and conciseness of Proposal, and of any required supplemental submissions or oral presentations.

Reuse of Existing Investments

- Ability to integrate technology-based products into Village software platforms
  This would be dependent on compatibility and security issues.

Stability

- Financial and organizational stability of the bank, including likelihood of merger, acquisition, or restructuring in the next five (5) years.

  Annual Report included.

Other Criteria

- Adherence to the general and specific requirements of the Request for Proposals.

- The Village may provide selection preference to firms certified as a minority business enterprise, as a drug-free workplace, or that have their principal place of business located inside the Village, but only when, in the Village's judgment, all other applicable factors between proposals are equal.

The Village reserves the right to apply the above criteria in any manner it deems necessary, and to evaluate each firm separately or comparatively, using these criteria in any weight or importance as it sees fit. The Village also reserves the right to seek clarification from prospective firms on any issue in a proposal, invite specific firms for site visits or oral presentations, or take any other action it feels necessary to properly evaluate the proposals and construct a solution in the Village's best interest.

I. BANKING SERVICES

- Checking Accounts

  A regular checking account is needed to accept deposits of cash from Village operations, and zero-balance accounts are needed to disburse funds for variety of activities. Zero-balance accounts will draw funds as needed from a specified regular checking account.

  FineMark National Bank & Trust can provide a regular checking account (non-interest bearing or interest bearing). Zero balance (or target balance accounts) can be established to transfer funds to or from a specified regular checking account as specified.

  Independent regular checking accounts are also needed to accept deposits and make disbursements for other restricted funds, such as impact fees, debt service sinking funds, fines and forfeitures, or grants.

Additional (independent) regular checking accounts can be established to accept deposits and/or make disbursements for other restricted funds, i.e. impact fees, debt service sinking funds, fines and forfeitures or grants as specified by the Village.

- ACH Debits and Credits

  The Village may initiate direct credits to its employees for payroll disbursements. The Village may initiate direct debits to customers for receiving payments for bills. The Village may consider initiating direct credits to vendors for payment of invoices for services.

  The Bank's ACH (Automated Clearing House) can accommodate direct credits for payroll disbursements, or direct debits to your customer accounts in order to receive payments for bills. This is accomplished using business internet/on-line banking to originate your ACH transactions, whether debit or credit.

  Payment to vendors for invoices can be processed utilizing ACH through business on-line banking or using our bill payment feature also using on-line banking.

  The Village is also interested in a solution to "filter" unauthorized direct credits to its accounts. While the Village accepts direct credits from other governmental agencies and certain select customers, it is not desirable to accept a large number of direct credits not initiated by the Village.

  All ACH credits will be processed to an account as received by the originator. The Village will have an option to return any unauthorized ACH credit back to the originator.

- Payroll Access Accounts/Cards

  While some of the Village's employees may utilize the Village's Direct Deposit program for receiving their paychecks, there are a limited number of holdouts. The Village is interested in innovative solutions that can be provided that would allow mandatory Direct Deposit of payroll, but permit employees without bank accounts to receive their pay.

  Direct deposit of payroll is also achieved utilizing the ACH function in on-line banking. Checks would have to be issued for those employees not wanting to take advantage of direct deposit. The bank may be able to supply a list of vendors offering "prepaid payroll debit cards" that the Village would credit each payroll period.

- Credit Card Merchant Accounts

  The Village requires merchant accounts for accepting Visa and MasterCard transactions, for in-person use, and for on-line transactions.

  A credit card / merchant services account is available; fees are dependent upon volume and the dollar amount of the transactions.

- On-Line Banking

  The Village requires near-real-time availability of account information, and the ability to transfer funds between accounts with immediate availability in the destination account. Other tasks that can be performed in a self-service style utilizing on-line banking are highly desirable.

  Availability of account information is near-real-time, as is immediate availability when transferring funds between accounts. Other tasks that can be performed would include

on-line origination of domestic wires, ACH Origination, bill payment, stop payment processing, loan payments, electronic bank statements, and positive pay.

- Electronic Check Reconciliation, Payment Verification, etc.

  Other services that can be provided which simplify the Village's workload in reconciling transactions are highly desirable. The Village expects to reconcile its accounts monthly.

  The Village can download transactions using QuickBooks to assist with account reconciliation.

- Interest/Overnight Investment

  All Village funds on deposit shall bear interest. **The interest that can be paid on funds will be considered as a criterion in selection of the winning bank.** Funds may be paid direct interest or invested in overnight instruments that are permissible under the Village's investment policy (such as overnight repurchase agreements, etc.). The bank shall guarantee that funds automatically swept from accounts at the end of the business day shall be fully available at the beginning of the next business day.

  Our repurchase agreements operate as indicated above. We would set-up a threshold and sweep everything in excess of that amount every night into a repurchase agreement

  From time to time, the Village may make longer-term investments of surplus cash, using low-risk investments such as certificates of deposit, or other instruments that are permissible under the Village's investment policy.

  We will provide rates upon request. In general we will pay 70% of the comparable US Treasury Constant Maturity notes/bonds plus a 20 basis points premium.

  All proposed products and interest shall be quoted in the bank's proposal as either a flat rate, or as a number of basis points above or below an industry-standard rate index.

Expectations and Other Requirements

- Public Depository and Branch Location

  The bank selected shall be an authorized public depository as determined by the Department of Banking of Finance of the State of Florida, and shall be validly licensed and certified under all relevant federal, state, and local laws and regulations to do business with the Village. The bank shall also maintain an open, fully staffed branch within the corporate limits of the Village of Estero. If, at any time, the bank fails to meet these requirements, the bank shall immediately turn over to the Village all funds on deposit, in any type of account or instrument, **without any penalty of any kind, or any delay of any kind**.

  Availability of Funds

  Deposits, ACH credits, and wire transfers shall be made available as soon as possible. The bank shall include their schedule of availability in their proposal. Banks guaranteeing faster availability of funds will be considered more favorably in the evaluation process than those that do not.

  Cash deposits and wire transfer credits (or debits) are memo posted and available when received. ACH credits are memo posted same day (and available) if received by 5:30

AM Central Time. If received after that time they are posted next day. Check deposits have next day availability.

- Payment of Banking Service fees

  The Village **WILL NOT** use the compensating balance method for paying any banking fees. Fees for **all** services shall be invoiced no less than once per quarter, preferably monthly. Fees shall **NOT** be deducted from any of the accounts of the Village held by the bank.

  All services provided by the bank shall be invoiced on the same, itemized invoice, if possible. Fees for any type of service shall not be included in, credited against, or deducted from a transaction amount.

  All fees for services will be on a monthly itemized invoice as requested. Fees will not be deducted from any Village transaction account.

- Prompt Service of Wire Transfers

  The bank shall process immediately all wire transfer requests, and assume responsibility for their expedient arrival at their destination. The bank shall assume liability for the failure of a wire transfer to arrive at its destination in a timely manner when the Village has complied with the bank's applicable deadlines for initiating the wire transfer.

  The process for outgoing wires is as follows: Wires are entered via on-line banking by the Village; an email is generated alerting the bank of an out-going wire; the Bank will verify the wire by contacting a designated authorizer at the Village. The wire is then processed at the bank. The Bank cannot assume responsibility for how the wire is accepted and/or posted by the receiving institution.

- Transmission of ACH files

  The Village currently transmits ACH files over a direct modem connection. This is inconvenient. If a secure Internet-based transmission method is made available by the bank, it will be considered favorably in the evaluation process.

  ACH transmission is internet-based.

- Designated Account Executive

  The bank shall provide a designated account executive, an alternate, and the bank official with supervisory authority over the designated account executive. The designated account executive **must** have the authority to make timely decisions in the normal course of business on their own without having to refer to others within the bank. A brief resume of the designated account executives must be submitted as part of the proposal. If any of the employees of the bank in these roles change, the Village shall be notified immediately. Failure to comply with any part of this provision shall permit the Village, at its sole discretion, to terminate the banking relationship, upon which the bank shall immediately turn over to the Village all funds on deposit, in any type of account or instrument, **without any penalty of any kind, or any delay of any kind**.

- Account Reconciliation

  In addition to electronic services that may be proposed for reconciliation of accounts, the bank shall provide a paper statement of all accounts no less frequently than monthly. All items shall be delivered to the Village no more than five (5) days after the end of a month.

  The Bank does offer electronic statements through on-line banking, but paper statements are always available. Statements for business accounts are processed at month end and mailed – delivery of the statements is dependent on the U.S. Postal Service. A statement can always be provided by contacting the Bank if you have not received the statement within the five-day time frame.

- Full Fee Disclosure

  All fees for services to be provided, including fees for supplies, transactions, handling items, and exceptional matters, shall be disclosed in this proposal. If a fee is not disclosed for a service, the bank shall be deemed as providing the service for free. **No Banking Fees of any type shall increase for a period of one (1) year from the date of initiating any Agreement for Service with the bank.** If any fee increases without the express written consent of the Village, the Village shall have the option of terminating the banking relationship, upon which the bank shall immediately turn over to the Village all funds on deposit, in any type of account or instrument, **without any penalty of any kind, or any delay of any kind.**

  Full fee disclosure is included in the Addendum.

II. LINE OF CREDIT

A. SECURITY FOR LOC (See enclosed proposed term sheet)

Amounts due under the LOC will be secured by a Resolution, which will pledge excess unpledged revenue from Village of Estero's Ad Valorem tax revenues.

B. STRUCTURE OF THE FINANCING (See enclosed proposed terms sheet)

1. Amount: $500,000; $1 million; or $1.5 million (Amount will be determined by Village Council).

2. Rate: Bank-qualified fixed rate or variable rate based on a spread to a nationally recognized index.

3. Draws: Draw period of three (3) years. The Village may make draws on the LOC in accordance with a procedure agreed upon by bidder and the Village. Draw requests must be funded via wire transfer (at no cost to the Village) by 5 p.m. EST the day immediately following the request.

4. Repayment Terms:

   Interest on the outstanding balance of the LOC will be paid quarterly, based on a 30/360 day basis and will be paid on January 1, April 1, July 1, and September 1.

5. Principal Prepayment:

The LOC can be paid in full or in part at any time without penalty.

C. MINIMUM REQUIREMENTS (See enclosed proposed term sheet)

1. Interest rate

LOC – Identify the index and state a spread to said index for the bank-qualified variable rate to be used on the LOC. Provide this interest rate on a current basis and on a ten (10) year historical basis (i.e. 10-yr average of index with applied spread). Proposers must provide the historical database on which the interest rate is based in an Excel spreadsheet file emailed to rpl10000@gmail.com three (3) days prior to the proposal's due date/time. (emailed 2/24/2015)

2. Fees and Expenses

Describe in detail all fees and expenses for which the Village will be responsible. The amounts stated in the proposal shall represent the maximum amounts payable to the proposer by the Village. All fees and expenses in excess of those stated in the proposal shall be the sole responsibility of the proposer and will not be paid or reimbursed by the Village. The Village's bond counsel will prepare all documents and will render an opinion regarding the tax exemption of the LOC.

3. Prepayment Provisions

If the proposer's prepayment provisions are different from those outlined in this Request for Proposal, please specify.

4. Conditions

Provide a listing of all condition, terms or restrictions, other than those specified in this Request for Proposals, which would be included in your commitment to provide the Term Loan.

III. Inquiries and Addenda

Each Respondent shall examine the RFP document and shall judge all matters relating to the adequacy and accuracy of this document. Any inquiries, suggestions, or requests concerning interpretation, clarification, or additional information pertaining to the RFP shall be made through the ECCL's Finance Director prior to the election of the new Village Council or the Village Council's Interim Village Manager after the election of the new Council and appointment of Interim Village Manager. The Village shall not be responsible for oral interpretations given by any ECCL representative, Village employee, representative, or others. The issuance of a written addendum is the only official method whereby interpretation, clarification, or additional information can be given. It shall be the responsibility of each Respondent, prior to submitting the proposal, to determine if addenda were issued and to make such addenda a part of the proposal.

IV. Responder Preparation Expenses

Each responder preparing a proposal in response to this request shall bear all expenses associated with their preparation. Responders shall prepare a response with the understanding that no claims for reimbursement shall be submitted to the Village for the expense of preparation or presentation.

V. Right to Protest

Any actual or prospective bidder who is aggrieved in connection with the solicitation or award of a contract may seek resolution of his/her complaints by contacting the Village Manager.

VI. No Corrections

Once a competitive proposal is submitted, the Village shall not accept any request by any proposer to correct errors or omissions in any calculations or competitive price submitted.

VII. Openness of Procurement Process

Written competitive proposals, other submissions, correspondence, and all records made thereof, as well as negotiations conducted pursuant to this RFP, shall be handled in compliance with Chapters 119 and 286 Florida Statutes. The Village gives no assurance as to the confidentiality of any portion of any proposal once submitted.

VIII. No Collusion

By offering a submission to the RFP, the proposer certifies the proposer has not divulged to, discussed or compared his/her competitive proposal with other proposers and has not colluded with any other proposers or parties to this competitive proposal whatsoever.

IX. Informality Waiver/Rejection of Proposals

The Village reserves the right to reject any or all responses and to waive any irregularity, variance or informality whether technical or substantial in nature, in keeping with the best interest of the Village.

X. Appropriations Clause

The Village, as an entity of government, is subject to the appropriation of funds by its legislative body in an amount sufficient to allow continuation of its performance in accordance with the terms and conditions of this contract for each and every fiscal year following the fiscal year in which this contract shall remain in effect. Upon notice that sufficient funds are not available in the subsequent fiscal years, the Village shall thereafter be released of all terms and other conditions.

Village of Estero fee schedule

Description	Fee	Description	
Monthly Maintenance Fee -Commercial Bus.	$20.00	Return Deposit Item - Domestic	$6.00
Monthly Maintenance Fee - Not-for-Profit	$20.00	Stop Payment	$30.00
Printout	$5.00	Deposits/Credits	$45.00
Closing Fee - within 60 days of opening	$25.00	Funds Transfer Fee (Domestic)	$10.00
Cashiers check (clients only)	$0.00	Funds Transfer Fee (International)	$40.00
Exchange for cashier checks (non-clients)	$10.00	Remote Depsoit Capture (monthly lease)	$50.00
Items deposited - checks, ACH	$0.20	Remote Deposit Capture (montly service)	$50.00
Items clearing - checks, debits ACH	$0.25	Sweep Monthly Fee	$100.00
Currency per strap or roll	$0.10		
Collections	$15.00		
Monthly Maintenance Fee - Money Market	$25.00		
Excessive Debit fee on MMA	$15.00		
Garnishments/Levies	$100.00		
Mail Hold - per cycle	$8.00		
NSF - Returned or paid	$30.00		
UAF - Returned or paid	$30.00		
Photocopies - per copy	$3.00		

FINEMARK
NATIONAL BANK & TRUST

John M. Kozak, CFP®
Senior Vice President

February 24, 2015

Village of Estero
C/O Estero Council of Community Leaders
Attn: Bob Lienesch, Finance Director
9042 Falling Leaf Drive
Bonita Springs, FL. 34135

Re: Commercial line of credit

Dear, Mr. Lienesch

FineMark National Bank & Trust is pleased offer the following terms for financing for the Village of Estero

Borrower:	Village of Estero.
Loan Amount:	up to $1,500,000
Loan Term:	Three years.
Repayment:	Quarterly interest payments outstanding principal and interest due at maturity
Interest Rate:	WSJ Prime minus .5%
Loan Fee:	An amount equal to .25% of the final loan amount
Legal Fees /Costs	An amount not to exceed $5,000 (legal fees based on time required by bank counsel to document the loan)
Guarantors:	None
Pre-Payment:	The loan may be pre-paid in whole or part at any time
Collateral:	An assignment of unpledged revenue from the Village of Estero's ad valorem tax revenues

Loan Covenants:

- The Borrower shall incur no new debt without the prior written consent of FineMark National Bank & Trust
- The borrower shall maintain a minimum debt service coverage ratio of not less than 1.25:1. The debt service coverage shall be tested annually at fiscal year-end beginning 12/31/2015 and at each year end for the term of the loan. Debt service coverage shall be defined as follows (excess of revenues over expenses plus depreciation ,amortization and interest expense by annual sum of current maturities of long term debt plus interest expense).
- Village of Estero to provide audited financial statements on an annual basis and internally prepared balance sheet and income statements on a quarterly basis.
- Village of Estero to provide an attorney opinion letter from their counsel.

10010 Coconut Road, Estero, Florida 34135
Direct (239) 405-6712 / *Facsimile* (239) 405-6703 / jkozak@finemarkbank.com
www.finemarkbank.com

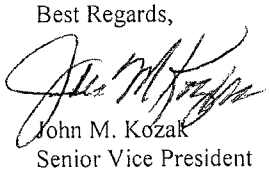
- Annually reduce the line to a zero balance for 30 consecutive days during the calendar year

Final loan approval will be subject to but not limited to the following:

- Review of City documents by bank counsel
- Complete review of all financial statements and supporting financial information

This term sheet should not be considered a commitment for financing but has been prepared for the purposes of discussion purposes only. The final terms and conditions will be subject to bank approval. Thank you for the opportunity to discuss the financing for the Village of Estero. Please call me should you have any questions.

Best Regards,

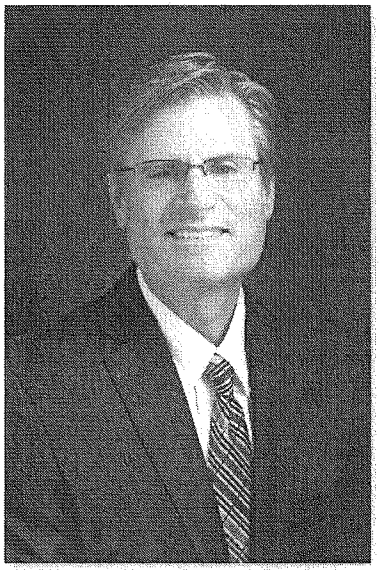


John M. Kozak
Senior Vice President
FineMark National Bank & Trust

Accepted:

_____

FINEMARK
NATIONAL BANK & TRUST



John Kozak
Senior Vice President
Senior Lending Officer

John M. Kozak is Senior Vice President at FineMark's Coconut Point office. At FineMark John helps clients establish financial goals, provides credit facilities and manages client relationships. John has extensive experience serving clients in Southwest Florida. Prior to joining FineMark National Bank and Trust on January of 2009 he served as the Chief Financial Officer for a private family office for several years. John was also a Senior Vice President in the Lee/Collier county Private Bank at Bank of America and its predecessor banks for 25 years.

John is a Certified Financial Planner® professional. He is actively involved in the community, including serving as chairman of the Bonita Estero Economic Development Council , board member of Speakers Assembly of Southwest Florida and treasurer of the Rotary Club of Fort Myers South.

Contact Information:
Phone: 239-405-6712
Fax: 239-405-6703
JKozak@finemarkbank.com

Member FDIC. An Equal Housing Lender. Trust and Investment Services are not FDIC insured, are not guaranteed by the bank and may lose value.

FINEMARK
NATIONAL BANK & TRUST

Diana Kizer
Senior Vice President, Deposit Operations

Diana Kizer is Senior Vice President of Deposit Operations for FineMark National Bank & Trust. Diana oversees all of FineMark's day-to-day deposit operations functions including internet banking and bill pay, ACH administration and bank compliance. Diana has been with FineMark since early 2011, but got her start in banking back in 1964.

Prior to joining FineMark, Diana spent 5 years with Bank of Commerce in Sarasota, Florida as Senior Vice President and Deposit and Loan Operations Manager and 13 years with SouthTrust Bank as Senior Vice President and Bank Operations Manager.

Diana received two Bachelor of Science Degrees in Finance and Management from the University of South Florida in Tampa. She also participates in FineMark's volunteering program mentoring students at an after school homework club at Fort Myers Middle School.

Contact Information:
Phone: 239-461-5982
Fax: 239-461-5908
DKizer@finemarkbank.com

Member FDIC. An Equal Housing Lender. Trust and Investment Services are not FDIC insured, are not guaranteed by the bank and may lose value.

FINEMARK
NATIONAL BANK & TRUST

Ceil Cooley
Vice President, Banking

Ceil Cooley is Vice President and Private Banking at the Coconut Point office. Prior to joining FineMark, Ceil spent 20 years in the the banking industry managing a Private Banking Team in Bonita Springs and serving as Vice President and Branch Manager at a retail bank in Lee County.

Ceil has lived in Estero with her family since 1982. She takes an active role in the community as a Volunteer for Habitat for Humanity and the Bonita Springs Assistance Office. She is also a member of the United Way Allocations Committee. She is a graduate of Leadership Bonita and is a Florida Notary.

Contact Information:
Phone: 239-405-6713
Fax: 239-405-6705
CCooley@finemarkbank.com

Member FDIC. An Equal Housing Lender ⓐ. Trust and Investment Services are not FDIC insured, are not guaranteed by the bank and may lose value.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION DESIGNATING A DEPOSITORY FOR RECEIPT OF FUNDS AND PAYMENT OF DEBTS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, it is necessary and proper for the Council to designate a depository for the Village's banking services; and

WHEREAS, it is the desire of the Village Council to require two signatures on each check;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby designates the following as depository for the Village's accounts:

_____

SECTION TWO. The Village Council hereby authorizes the Mayor and the Interim Village Manager to act on behalf of the Village to execute a Corporate Resolution, which may be required by the bank to open an account for the Village.

SECTION THREE. The Village Council hereby directs that the Mayor's signature and the Interim Village Manager's signature are required on each check.

SECTION FOUR. This Resolution shall take effect immediately upon adoption.

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:
By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA
By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (F)	Prepared By: Bob Lienesch/ECCL
Agenda Section: Council Business	
Subject: Resolution Regarding Line of Credit	

BACKGROUND:

As more fully described in the Blue Sheet on Banking Relationship, two banks were identified as the best qualified candidates to provide banking services and a line of credit.

Fifth Third and Sun Trust both proposed a one-year Revolving Credit Agreement (Revolver) with future tax revenue pledged as collateral, on either a taxable or non- taxable basis. The RFP requested a maximum borrowing of $1.5 million, which was proposed by Sun Trust. Fifth Third limited their borrowing to $1.0 million.

A Term Sheet Comparison (Comparison) was prepared by Bob Lienesch, Finance Director of the ECCL (a former CPA, and the retired treasurer and CFO of a NYSE company). The Comparison identifies differences between the two banks in the proposed Amounts, Interest Rates, and Costs. (The Comparison will be made available to the Council on March 17 should they wish to review it.)

Mr. Lienesch concluded from the Comparison that a Revolver issued by Sun Trust, whether or not drawn, would be significantly less expensive than the Revolver proposed by Fifth Third. In addition, the Sun Trust proposal enables the Village to achieve maximum borrowing of $1.5 million, without additional cost.

Mr. Lienesch recommends that the Council:

1) Approve the immediate opening of banking accounts (with dual signature requirements) at Sun Trust;

2) Authorize the Interim Manager, Interim Finance Director, and Interim Attorney to enter into negotiations with Sun Trust to finalize the terms of a $1.5 million Revolver, and solicit Village Council approval as soon as practicable.

NOTE: The proposals from Sun Trust, Fifth Third, and Finemark banks are included with Agenda Item 9. (E) as attachments.

FUNDING SOURCE / FISCAL IMPACT:

Fees as quoted and approved by Council

RECOMMENDATION:

Approve Resolution obtaining the Line of Credit offered by _____.

POTENTIAL MOTION:

I make a motion to approve the Resolution approving the Line of Credit offered by _____; authorizing the Interim Village Attorney to draft the necessary documents and authorizing the Village Mayor to execute necessary documents.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION APPROVING THE LINE OF CREDIT AS OFFERED BY_____; AUTHORIZING THE INTERIM VILLAGE ATTORNEY TO DRAFT THE NECESSARY DOCUMENTS; AUTHORIZING VILLAGE MAYOR TO EXECUTE NECESSARY DOCUMENTS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, Village of Estero is a newly incorporated municipality; and

WHEREAS, the Village may require access to funds in order to begin the operations of the municipality prior to the receipt of funds from the State; and

WHEREAS, _____, has proposed to loan the Village funds in the amount of _____ in the form of a Line of Credit which may be used if needed in the operations of Village business;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby approves the Line of Credit with the terms offered by _____ for the amount of _____.

SECTION TWO. The Village Council authorizes the Interim Village Attorney to draft further Ordinances or Resolutions as required by the lending institution to effectuate the Line of Credit.

SECTION THREE. The Village Council authorizes the Village Mayor to execute necessary documents.

SECTION FOUR. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

VILLAGE OF ESTERO, FLORIDA

By:_____

By: _____

_____
Interim City Clerk

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (G)	Prepared By: Phil Douglas/ECCL
Agenda Section: Council Business	
Subject: Resolution Regarding Rental of Office Space	

BACKGROUND:

The Village needs a location to conduct business. The Estero Fire Rescue District has offered the inexpensive use of office space located in the Estero Fire Rescue Administrative Complex located at 21500 Three Oaks Parkway, Estero, FL.

FUNDING SOURCE / FISCAL IMPACT:

Rates as quoted and approved by Council

RECOMMENDATION:

Approve Resolution approving the Interlocal Agreement between the Estero Fire Rescue District for the rental of office space.

POTENTIAL MOTION:

I make a motion to approve the Resolution approving the Interlocal Agreement between the Village of Estero and the Estero Fire Rescue District for rental of office space; authorizing the Mayor to execute the Agreement, designating the same as administrative offices, the location where official notices will be posted and the official Village address.

INTERLOCAL AGREEMENT
FOR USE OF ESTERO FIRE RESCUE DISTRICT FACILITIES

THIS INTERLOCAL AGREEMENT made and entered into this _____ day of March, 2015, by and between the **VILLAGE OF ESTERO**, a municipal corporation of the State of Florida, the mailing address of which is 21500 Three Oaks Parkway, Suite 200, Estero, Florida 33928 by and through its Village Council (hereafter referred to as "Village"), and the **ESTERO FIRE RESCUE DISTRICT**, an independent special District of the State of Florida, the mailing address of which is 21500 Three Oaks Parkway, Estero, Florida 33928 (hereafter referred to as "District").

WITNESSETH

WHEREAS, the District is an independent special district of the State of Florida, the powers and responsibilities of which are defined in Chapter 189, Florida Statutes and in Chapter 99-425, Laws of Florida, as amended, (collectively, the District's "Authorizing Legislation"); and

WHEREAS, the Village is a municipal corporation of the State of Florida, the powers and responsibilities of which are defined in the Village Charter and in General State Law; and

WHEREAS, the Village was only recently incorporated and has a need for temporary meeting space, which may be provided by the District in the District's administrative complex located at 21500 Three Oaks Parkway, Estero, Florida; and

WHEREAS, it is the goal of the Village and the District to cooperate and assist each other pursuant to this Agreement in order to provide the most effective and efficient delivery of services and public improvements to their respective residents; and

WHEREAS, the Village and District are authorized to enter into this Agreement pursuant to Section 163.01, Florida Statutes, which permits local government units to make the most efficient use of their powers by enabling them to cooperate with other government entities on a basis of mutual advantage.

NOW, THEREFORE, in accordance with Chapter 163, Part I, Florida Statutes, as amended, but specifically subject to the provisions of Section 163.01(9) and (11), Florida Statutes, the Village and District for and in consideration of the mutual benefits and promises as set forth herein do hereby enter into this Agreement and represent, covenant, and agree with each other as follows:

SECTION 1. **RECITALS.** The parties do hereby acknowledge and agree that the above recitals are true and correct to the best of their knowledge and belief and are incorporated herein by this reference.

SECTION 2. PURPOSE. The purpose of this Agreement is to set forth the Village and District's respective agreements, understandings, duties and obligations regarding the temporary use by the Village of meeting space within District Facilities.

SECTION 3. DEFINITIONS. For the purpose of this Agreement, "District Facilities" shall mean and be limited to the District's agreed upon office space, multi-purpose rooms, conference rooms, fitness room, common areas, related rest room facilities and surface parking lot within or adjacent to the District Administrative Complex, 21500 Three Oaks Parkway, Estero, Florida.

SECTION 4. EXCLUSIVE RIGHT. The right to use District Facilities conferred by this Agreement shall be exclusive and limited to the Village Council and Village staff.

SECTION 5. VILLAGE DUTIES AND OBLIGATIONS.

A. Unless expressly provided otherwise in this Agreement, the Village agrees to conform to and comply with the applicable terms of the District's "Policy and Procedures For Use of District Facilities" (Exhibit B). The terms of this Agreement shall supersede the terms of the Facilities Use Policy to the extent of express conflict.

B. The Village Council may occupy and use the dais located in the District Board Meeting Room.

C. For the benefit of all persons attending meetings within the District Board Meeting Room, the Village will discretely conceal the District Seal located on the dais during the time it is using the District Facilities and take other appropriate action to identify and distinguish itself and its activities from the District and the District Board of Fire Commissioners.

D. Rent and other charges associated with the use of the facility and services as agreed upon in Exhibit A.

E. The Village will designate in writing a Responsible Person as its contact for all matters involving use of the District Facilities.

F. The Village shall obtain and continuously maintain general liability insurance, management liability insurance and workers compensation insurance in the amounts and in the manner provided in the attached Exhibit A.

G. The village will strictly adhere to EFR's tobacco free policy.

SECTION 6. DISTRICT'S DUTIES AND OBLIGATIONS. District does hereby agree to the following duties and obligations:

A. The District will open the District Facilities for use by the Village as herein agreed upon a reasonable schedule to be determined by the Fire Chief.

B. The District will produce the maintenance, supervisory and other services identified in the Facilities Use Policy.

SECTION 7. **TERMINATION**. This Agreement may be terminated by either party without cause upon 60 (sixty) days written notice to the other party.

SECTION 8. **TERM; RENEWAL**. This Agreement shall continue in full force and effect for the period of one (1) year from its Effective Date, unless sooner terminated or extended in the manner provide herein.

SECTION 9. **LIABILITY.** The parties to this Agreement shall not be deemed to assume any liability for the negligent or wrongful acts or omissions of the other party. Nothing contained herein shall be construed as a waiver by either party of the liability limits established in Section 768.28 Florida Statutes.

SECTION 10. **VILLAGE INDEMNIFICATION.** In the event a claim or lawsuit is brought against the District, its officers, employees, servants, or agents, related to an alleged act or omission by the Village for which the Village was solely responsible under this Agreement, the Village agrees, without waiver of limitation as provided for in Section 768.28, Florida Statutes and to the extent permitted by law, to indemnify and hold harmless the District, its officers, employees, servants or agents from and against said claims, losses, demands, damages, liabilities or causes of action of whatsoever kind or nature that District, its officers, employees, servants or agents may or could sustain.

SECTION 11. **DISTRICT INDEMNIFICATION.** In the event a claim or lawsuit is brought against the Village, its officers, employees, servants or agents, related to an alleged act or omission by District for which District was solely responsible under this Agreement, District agrees, without waiver of limitation as provided for in Section 768.28, Florida Statutes and to the extent permitted by law, to indemnify and hold harmless the Village, its officers, employees, servants or agents from and against said claims, losses, demands, damages, liabilities or causes of action of whatsoever kind or nature that the Village, its officers, employees, servants or agents may or could sustain.

SECTION 12. **NOTICES.** Any and all written notices required or permitted to be given hereunder shall be deemed received upon hand delivery or facsimile transmission or three (3) days if same are deposited in U.S. Mail and sent via certified mail, return receipt requested.

All notices to the **VILLAGE** shall be sent to:

All notices to the **DISTRICT** shall be sent to:

Estero Fire Rescue
21500 Three Oaks Parkway
Estero, Florida 33928
Designated Representative: Fire Chief, Scott A. Vanderbrook
Phone: (239) 390-8000
Fax: (239) 390-8020
Email: vanderbrook@esterofire.org

SECTION 13. AMENDMENTS. Except as expressly permitted herein to the contrary, no modification, amendment or alteration in the terms or conditions contained herein shall be effective unless contained in a written document executed with the same formality as this Agreement by both parties.

SECTION 14. VENUE AND ELECTION OF REMEDIES. This Agreement shall be construed and governed by the laws of the State of Florida. Any and all legal action arising out of or necessary to enforce this Agreement shall be held in the Judicial Circuit in and for Lee County, Florida. No remedy herein conferred upon any party is intended to be exclusive of any other remedy and each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or now or hereinafter existing at law or in equity or by statute or otherwise. No single or partial exercise by any party of any right, power or remedy hereunder shall preclude any other or further exercise thereof.

SECTION 15. WAIVER OF JURY TRIAL. The parties hereby waive any rights any of them may have to a jury trial in any litigation arising out of or related to this Agreement and agree that they shall not elect a trial by jury. The parties hereto have separately, knowingly and voluntarily given this waiver of right to trial by jury with the benefit of competent legal counsel.

SECTION 16. DISCRIMINATION. District and the Village agree that no person shall on the grounds of race, color, sex, national origin, disability, religion, ancestry, marital status or sexual orientation be excluded from the benefits of or be subjected to any form of discrimination under any activity carried out by the performance of this Agreement.

SECTION 17. CONSTRUCTION. The parties acknowledge that each has shared equally in the drafting and preparation of this Agreement and, accordingly, no Court or Administrative Hearing Officer construing this Agreement shall construe it more strictly against one party than the other and every covenant, term and provision of this Agreement shall be construed simply according to its fair meaning.

SECTION 18. SEVERABILITY. In the event any section, paragraph, sentence, clause or provision hereof is held invalid by a court of competent jurisdiction, such holding shall not affect the remaining portions of this Agreement and the same shall remain in full force and

effect unless the invalid finding is as to payment or construction obligations of a party in which event the Agreement shall be thereupon terminated.

SECTION 19. ENTIRE UNDERSTANDING. This Agreement represents the entire understanding between the parties and supersedes all other negotiations, representations or agreements, written or oral, relating to the matters which are the subject of this Agreement.

SECTION 20. HEADINGS. The headings contained in this Agreement are for convenience of reference only and shall not limit or otherwise affect in any way the meaning or interpretation of this Agreement.

SECTION 21. COUNTERPARTS. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

SECTION 22. EFFECTIVE DATE. This Agreement shall be effective as of the last date that it is signed by the parties hereto.

REMAINDER OF PAGE INTENTIONALLY LEFT BLANK

Executed by the **VILLAGE** this _____ day of _____, 2015.

VILLAGE OF ESTERO, FLORIDA,
a Florida Municipal Corporation

By:_____
Mayor

ATTEST:

[TOWN SEAL]

_____
VILLAGE CLERK

Executed by the **DISTRICT** this _____ day of _____, 2015.

ESTERO FIRE RESCUE DISTRICT,
an independent special district of the
State of Florida

By:_____
Chairman

ATTEST:

By: _____
Fire Chief

[DISTRICT SEAL]

EXHIBIT A

COST TO THE VILLAGE OF ESTERO

1. The Village of Estero will pay Estero Fire Rescue for the use of the facility to include but not limited to the following: office space, multi-purpose room, conference rooms, fitness facility, copy services, internet, and receptionist.

2. The Village will pay $1,380.00 per month for 1,097 square feet of office space which includes common area maintenance and network internet.

3. The Village will pay actual copy and print costs of $ .04 B/W and .09 Color. This cost includes paper.

4. The Village will pay $1000.00 per month for the use of a receptionist to answer Village phones and great citizens Monday –Friday 9:00 AM to 5:00 PM.

REQUIREMENTS BY THE VILLAGE

1. The Village will be required to carry the following insurance:

    a. General Liability – 1,000,000/2,000,000
    b. Management Liability – 1,000,000/2,000,000
    c. Workers compensation coverage is required, regardless of the number of individuals employed by the Village and must be in accordance with Florida statutory limits.

EXHIBIT B

ESTERO FIRE RESCUE
POLICY AND PROCEDURES FOR USE OF DISTRICT FACILITIES

1. The District's Meeting Room shall be available for meetings only by the following types of entities:

A. Governmental Agencies.
B. Any organization of which the District is a member.

The Fire Chief must initially approve an entity to use the District's Meeting Room; after such approval scheduling will be through the District Administrator.

2. Use of the District's Meeting Room shall be for business meetings only. NO ENTITY SHALL BE PERMITTED TO HAVE ALCOHOLIC BEVERAGES OR ANY TOBACCO PRODUCTS ON DISTRICT PROPERTY. Any entity using the District's Meeting Room shall be responsible for complying with any applicable laws and regulations.

3. The hours for potential use of the District's Meeting Room shall be determined by the Fire Chief and all meetings shall be scheduled by the Administrative Assistant to the Fire Chief or his/her designee. THE DISTRICT MEETING ROOM IS NOT AVAILABLE ON THE SECOND TUESDAY OF EACH MONTH, FROM 3:00 PM TO 8:00 PM, WHICH IS RESERVED FOR THE DISTRICT'S BOARD MEETINGS. The District shall have the first right to use of the Meeting Room, and all other uses shall be secondary; any approved use may be canceled in the event that it inhibits normal or emergency operations by District staff.

4. For security reasons, keys to the District grounds and the building containing the District's Meeting Room are available only to District employees. All employees will have access to the meeting rooms and gym facility on the first floor. Only approved employees will have access to the offices and meeting spaces on the second floor.

5. Any entity using the District's Meeting Room shall be responsible for any clean up needed, so that the Meeting Room shall be returned to the District in the same condition it was when made available to the entity.

7. It shall be the responsibility of the entity using the District's Meeting Room to pay for any necessary clean up or any damage to the Meeting Room, including, but not limited to, furnishings, equipment and carpeting caused as a result of such meeting.

8. Requests for use of the District's Meeting Room by any entity meeting the criteria set forth above, shall be submitted by email to poli@esterofire.org and vanderbrook@esterofire.org.

9. The District shall not be responsible or liable for any damage or injury that may happen to property belonging to any entity using the District's Meeting Room or to property belonging to such entity's employees, members, guests or others in any way connected with said entity or for any other damages of any other kind or nature, for any cause whatever. THE ENTITY SPECIFICALLY RELEASES THE DISTRICT FROM AND AGREES TO DEFEND AND INDEMNIFY THE DISTRICT, ITS SUPERVISORS, EMPLOYEES, AND AGENTS AGAINST ANY AND ALL LIABILITY, COSTS, EXPENSES, CAUSES OF ACTION, AND CLAIMS FOR ANY LOSS, DAMAGE OR INJURY TO PERSON, PROPERTY OR OTHERWISE ARISING OUT OF OR RESULTING FROM SAID USE OF THE DISTRICT'S MEETING ROOM INCLUDING BUT NOT LIMITED TO COURT COSTS AND REASONABLE ATTORNEY'S FEES (AT THE TRIAL, APPELLATE AND POST-JUDGMENT LEVEL PROCEEDINGS).

10. In order to avoid any confusion for members of the public, the dais in the Meeting Room shall not be utilized by any entity other than the District. Additionally, any entity utilizing the District's Meeting Room shall provide a sign (or other form of identification acceptable to the District's Administrator) setting forth the name of the entity using the Meeting Room.

11. This policy is subject to amendment, at any time, by the Fire Chief of the District, and the District may, in its discretion, discontinue making the District's Meeting Room available at any time without cause and upon 24 hours notice.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION APPROVING THE INTERLOCAL AGREEMENT BETWEEN THE VILLAGE OF ESTERO AND THE ESTERO FIRE RESCUE DISTRICT FOR RENTAL OF OFFICE SPACE LOCATED AT 21500 THREE OAKS PARKWAY, ESTERO, FLORID, 33928; AUTHORIZING THE MAYOR TO EXECUTE THE INTERLOCAL AGREEMENT; DESIGNATING THE SAME AS ADMINISTRATIVE OFFICES, THE LOCATION WHERE OFFICIAL NOTICES OF THE VILLAGE WILL BE POSTED, AND THE OFFICIAL VILLAGE ADDRESS; AND PROVIDING AN EFFECTIVE DATE.

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Interlocal Agreement for Use of Estero Fire Rescue District Facilities between the Estero Fire Rescue District and the Village of Estero for the rental of office space located at 21500 Three Oaks Parkway, Estero, Florida, 33928, a copy of which is attached hereto and incorporated herein by this reference, is approved; and

SECTION TWO. The Mayor is hereby authorized to execute the Interlocal Agreement between the Estero Fire Rescue District on behalf of the Village.

SECTION THREE. The Administrative Offices for the Village of Estero, Florida, the official Village of Estero address, the location where public records shall be kept, and where all official notices of the Village will be posted is as follows:

21500 Three Oaks Parkway
Suite 200
Estero, Florida 33928

SECTION FOUR. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA

By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (H)	Prepared By: Nick Batos
Agenda Section: Council Business	
Subject: Resolution Establishing Temporary Meetings Dates, Times, and Location for Council Meetings and Workshops	

BACKGROUND:

The Village Council needs to determine temporary meetings dates, times and locations of Council meetings and workshops. In an effort to work with the availability of the meeting room at the Estero Fire Rescue District, it is proposed that temporary meetings and workshops of the Village Council take place on Fridays when the Estero Fire Rescue District's Administrative offices are closed.

Attached is a proposed schedule and outline for Council meetings and workshops for consideration.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Approve Resolution establishing temporary meeting dates, times and location for Council meetings and workshops of the Village Council.

POTENTIAL MOTION:

I make a motion to approve the Resolution establishing temporary meeting dates, times and location for Council Meetings and Workshops of the Village Council.

PROPOSED INITIAL SCHEDULE

FOR

VILLAGE OF ESTERO COUNCIL

For the first several weeks of the Village of Estero Council, it is proposed to have weekly meetings on each Friday, with Council Meetings in the mornings starting at 10:00 a.m. at Estero Fire and Rescue (first meeting at Estero High School), followed by a workshop meeting (with no votes taken) each Friday afternoon commencing at 1:30 p.m. Each meeting will have to be noticed (7 days for regular meetings and workshops, and 15 days for meetings for land use related ordinances), with agenda packet and blue sheets distributed 7 days before the meeting. The tentative meeting schedule for subjects after the first meeting at the High School is as follows:

March 17th at 6:30 p.m. First Meeting at Estero High School with Agenda attached.

March 20th at 10:00 a.m. Organizational Workshop (see agenda items below).

March 27th at 10:00 a.m. Meeting (agenda to be determined) followed by 1:30 p.m. Workshop on Land Use Boards Ordinances and Process, including Ex Parte Ordinance (led by Howard Levitan).

April 3rd at 10:00 a.m. Meeting for first reading of Land Use Boards Ordinances and Ex Parte Ordinance (and all other items that arise and are placed on the agenda). 1:30 p.m. Workshop on Commercial Repositioning Study (Seth Harry/Spikowski Final Report) and Sable Tree Estero Commercial Land Marketing Plan (led by Don Eslick and Bill Spikowski).

April 10 at 10:00 a.m. Meeting for second and final reading of Land Use Boards Ordinances and Ex Parte Ordinance (and all other items that arise and are placed on the agenda). 1:30 p.m. Workshop (subject to be determined).

March 20th Organizational Workshop Items:

1. Discussion of preliminary schedule for 2015, including Budget/TRIM schedule of required dates.

2. Discussion of Information Technology (IT) requirements for the Village, including Florida document record keeping and production requirements.

3. Discussion of Cash Flow Projections prepared by ECCL and tentative budget for the remainder of Fiscal Year 2015, including CIP budget.

4. Discussion of negotiation process with Lee County regarding Inter-Local Agreement.

5. Preliminary discussion of Advisory Committees for the Village, including a Public Participation Advisory Committee, and liaison assignments for council members.

6. Discussion of appropriate process for the hiring of a permanent Village Manager.

7. Discussion of having a contest with Estero school children to design the Village logo.

8. Discussion of the Village Website and Social Media on behalf of the Village.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION ESTABLISHING TEMPORARY MEETING DATES, TIMES, AND LOCATION FOR COUNCIL MEETINGS AND WORKSHOPS OF THE VILLAGE OF ESTERO COUNCIL; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, it is necessary to provide for temporary dates, times and location for Village Council Meetings and Workshops until the Council decides on permanent meeting dates;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village of Estero Village Council shall temporarily hold its Council meetings and workshops at the following dates, times, and location until further notice and as outlined in the attached Proposed Initial Schedule incorporated herein:

March 20th, 2015	10:00 a.m.	Organizational Workshop
March 27th,, 2015	10:00 a.m. 1:30 p.m.	Council Meeting Workshop
April 3rd, 2015	10:00 a.m. 1:30 p.m.	Council Meeting Workshop
April 10, 2015	10:00 a.m. 1:30 p.m.	Council Meeting Workshop

LOCATION: **21500 Three Oaks Parkway**
Estero, Florida 33928

SECTION TWO. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

By:_____

_____
Interim City Clerk

VILLAGE OF ESTERO, FLORIDA

By: _____

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (I)	Prepared By: Nick Batos
Agenda Section: Council Business	
Subject: Resolution Authorizing the Interim Village Manager to Make Individual Purchases of up to $5,000 Individually with a Cumulative Total of Purchases Not to Exceed $25,000 Before Receiving Further Authorization of the Village Council.	

BACKGROUND:

Municipalities often have a spending cap allotted to the City manager. The corresponding Resolution proposes the authorization of the Interim Village Manager to make individual purchases of up to $5,000 with a cumulative total not to exceed $25,000 before receiving further authorization of the Village Council.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Approve Resolution authorizing the Interim Village Manager to make Individual purchases of up to $5,000, with a cumulative total not to exceed $25,000 before receiving further authorization of the Village Council.

POTENTIAL MOTION:

I make a motion to approve the Resolution authorizing the Interim Village Manager to make individual purchases of up to $5,000, with a cumulative total not to exceed $25,000 before receiving further authorization of the Village Council.

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION AUTHORIZING THE INTERIM VILLAGE MANAGER TO MAKE INDIVIDUAL PURCHASES OF UP TO $5,000, WITH A CUMULATIVE TOTAL OF PURCHASES NOT TO EXCEED $25,000, BEFORE RECEIVING FURTHER AUTHORIZATION OF THE VILLAGE COUNCIL; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Village of Estero is a newly incorporated municipality; and

WHEREAS, the Village Council of the Village of Estero has determined that the Interim Village Manager shall be allowed to make individual purchases of up to $5,000 with a cumulative total of purchases not to exceed $25,000 before receiving further authorization of Village Council;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby authorizes the Interim Village Manager to make individual purchases of up to $5,000 with a cumulative total of purchases not to exceed $25,000 before receiving further authorization of Village Council.

SECTION TWO. This Resolution shall take effect immediately upon adoption.

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

VILLAGE OF ESTERO, FLORIDA

By:_____

By: _____

_____
Interim City Clerk

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (J)	Prepared By: Howard Levitan
Agenda Section: Council Business	
Subject: Resolution Authorizing the Interim Village Manager to Purchase Information Technology Equipment and Services not to Exceed $65,000.	

BACKGROUND:

As part of the ECCL Transition Work, while investigating the availability and desirability of utilizing the offices of the Estero Fire and Rescue Administrative Building for temporary space, the three unopposed candidates (now members-elect) Nick Batos, Howard Levitan, and Bill Ribble met with Chief Vanderbrook and his Assistant Chief, Mark Wahlig. During that initial meeting a discussion took place about the potential imminent needs of the Village for Information Technology (IT) and the utilization of the computer storage room at EFR should we determine to use that option for interim space for the Village Offices.

Based on advice of Gray Robinson with respect to Florida Public Records laws, it became clear that the Village will need the capability to archive and retrieve for the public, all documents, emails, telephone records, and other written materials that relate to the business of the Village produced by the Village Council and all of the employees of the Village. Gray Robinson has recommended that the Village should set up a secure computer network with full and secure backup capabilities, and purchase for the members of the Council and the Village Manager both laptop computers and mobile telephones to be owned by the Village, which would be used only for business of the Village and become a part of the computer network for the Village.

In our discussions with EFR Assistant Chief Mark Wahlig, it became immediately clear that he both had a great knowledge of setting up such a system, which was part of his responsibilities for EFR, but he also was willing to assist the Village so that it would be capable of utilizing the computer storage space at their Administrative Offices. We asked if he could provide us with a preliminary design

of such a secure computer network, plus email capabilities, and telephones, for the council members, the interim village manager and the initial employees.

Attached are his recommendations in the form of a letter dated March 9, 2015, which describes the overall system that is recommended on a long-term basis, which would enable to Village to start off immediately to conduct its business. Also attached are the individual quotes from the various vendors.

The first part of the proposal deals with 5 desktop computer stations, which would be set up in the offices proposed to be rented by the Village at EFR. These were purchased by the EFR for their own use if the Village decided not to rent space at EFR, but would become a part of the Village's computer system if we did take space there.

He then set up a virtual computer system on EFR's servers running on temporary server licenses. This will enable to Village to immediately utilize email addresses

FUNDING SOURCE / FISCAL IMPACT:

Approximately $65,000

RECOMMENDATION:

Approve Resolution authorizing the Interim Village Manager to purchase information technology equipment and services not to exceed $65,000 and authorizing the Village Mayor to execute contracts.

POTENTIAL MOTION:

I make a motion to approve the Resolution authorizing the Interim Village Manager to approve the Resolution authorizing the Interim Village Manager to purchase information technology equipment and services not to exceed $65,000 and authorizing the Village Mayor to execute contracts.

Estero Fire Rescue
21500 Three Oaks Parkway
Estero, Florida 33928
(239) 390.8000
(239) 390.8020 (Fax)
www.esterofire.org

March 9, 2015

Village of Estero
21500 Three Oaks Pkwy, Suite 200
Estero, Florida 33928

On behalf of the Village of Estero, I was asked to conduct some initial groundwork as it relates to the Village's Information Technology Network.

I have contacted Softchoice, Dell and Verizon, three vendors currently conducting business with the Estero Fire Rescue District. They have supplied quotes for service and hardware based on government pricing where available. In the event the Village elects to move on these purchases, the Village would need to establish an account with a tax exempt number to proceed. I have initially listed myself as the contact in order to expedite the quotes and the delivery.

In regards to desktop computers, five (5) machines have been ordered on your behalf and are expected to arrive the week of March 9, 2015. Upon arrival, I will install and configure these machines to be operational on your temporary network as soon as possible and hopefully prior to March 17th.

In regards to a Village Network, I have established three virtual machines on the District's physical server hardware running temporary MS Server 2012 R2 licenses. The machines are setup as:

.

1. village-vm1: Domain Controller / Fire Server
2. village-vm2: Exchange Server
3. village-vm3: SQL server / GFI MailArchiver

This configuration follows my recommendation to the Village for server allocation. I would recommend two (2) physical servers each running VMware virtualization. Within these two (2) machines I would create a minimum of four (4) virtual guest running MS Server 2012 R2. I would use those four (4) machines as established above with the extra one being a dedicated file server and perhaps a backup domain controller. Upon receipt and installation of the Village's server hardware, the above virtual servers can be relocated to the new hardware.

The hardware specified for this startup network includes a Dell Vertex machine which is capable of storing the redundant backups of both physical servers. In the event one physical failed for any reason, the remaining server could carry the load while the down server is repaired or reconfigured. The Dell server hardware was specified with five (5) years of service and support

for protection. In addition I have included the cost for a 24 port network switch which will allow the Village to function in isolation from other network activity at the District's headquarters.

In regards to software, I have used temporary licenses where possible to facilitate a fast start up. The server licenses are good for 180 days and MS Office is good for 60 days. I have specified MS SQL server and GFI MailArchiver to archive the Village's email in accordance with state retention requirements. I recommend Veeam Backup to backup the Village's servers and data to the Dell Vertex storage device. This will allow multiple backups and restore points. Vipre Anti-virus software is recommended in the quotes as well.

Keep in mind that licensing for Exchange Server, Windows Server, GFI MailArchiver and MS Office is dependent on each employee or machine utilizing the service. Where necessary I have quoted 10 licenses or "seats" to cover seven (7) council members and up to three (3) employees. Adding licensee once established is an easy process.

I have established email accounts at the villageofesterofl.org domain address for each council member as well as an alias to the district number, i.e. district1@villageofesterofl.org. The email server appears to be functioning at https://mail.villageofesterofl.org/owa . I am still fine tuning the server in order to support email on mobile devices.

For cellular phone service I have included a quote for 8 iPhones. In addition, I included the $36.05 for each device for the government rate which includes all data and a per minute charge of $0.052 per minute.

I am still working with CenturyLink to secure phone service for the district at the Estero Fire Rescue headquarters.

I will be in attendance of the Village's first meeting and will make myself available as needed to the council.

Sincerely,

Mark C. Wahlig, Assistant Fire Chief
Chief Information Officer
Estero Fire Rescue

Village of Estero
Consolidated IT Proposal

Currently ordered				
Qty	**Description**	**Unit**	**Cost**	**Vendor**
5	Dell OptiPlex 9020 desktop	$ 1,122.66	$ 5,613.30	Dell
			$ 5,613.30	

Mission Critical on first day				
Qty	**Description**	**Unit**	**Cost**	**Vendor**
1	N3024 L3 Network Switch	$ 2,714.17	$ 2,714.17	Dell
1	Poweredge VRTX (storage / backup)	$ 20,579.56	$ 20,579.56	Dell
2	PowerEdge M630 Blade Server	$ 4,996.87	$ 9,993.74	Dell
5	MS Office Standard	$ 360.76	$ 1,803.80	Softchoice
10	GFI MailArchiver for Exchange	$ 34.16	$ 341.60	Softchoice
1	Veeam Backup Essentials	$ 1,682.59	$ 1,682.59	Softchoice
8	iPhone 6 (16GB)	$ 199.99	$ 1,599.92	Verizon
8	iPhone monthly service	$ 36.05	$ 288.40	Verizon
8	Dell Latitude 15 5000 Series	$ 1,289.85	$ 10,318.80	Dell
			$ 49,322.58	

Mission Criticial within 5 months				
Qty	**Description**	**Unit**	**Cost**	**Vendor**
2	Windows Server 2012	$ 851.82	$ 1,703.64	Softchoice
10	Windows Server CAL	$ 32.44	$ 324.40	Softchoice
10	Exchange Server 2013 CALs	$ 75.27	$ 752.70	Softchoice
1	MS SQL Server	$ 869.72	$ 869.72	Softchoice
5	Vipre AntiViruse (3 years)	$ 33.16	$ 165.80	Softchoice
			$ 3,816.26	

verizon wireless

Equipment	Includes	Quantity	Unit Cost	Price
Iphone 6 16 GB	wall charger	8	$199.99	$1,599.92
accessory	holster	0	$0.00	$0.00
			Equipment Cost	**$1,599.92**

Plan	Lines of Service	Description	Monthly Access	Price
SOFL Basic Phone	0	$.049 Per Minute Nationwide Voice Plan w/ 200 Text Msg	0.00	$0.00
SOFL Basic Phone	0	Number of minutes on above plan	0.049	$0.00
SOFL Basic Phone	0	Unlimited Push to Talk w/ Unlimited Mobile 2 Mobile .049 per min rate	10.00	$0.00
SOFL Basic Phone	0	Number of minutes on above plan	0.049	$0.00
SOFL Smartphone	8	Unlimited Nationwide Blackberry/ Smartphone Data w/ Unlimited Domestic Text.Pix, Flix Messaging, Unlimited Mobile 2 Mobile, & Nights/Weekends ($.052 Per Minute Nationwide Voice Plan)	36.05	$288.40
SOFL Smartphone	0	Number of minutes on above plan	0.052	$0.00
SOFL Local Only	0	Florida Local 250 Anytime Min ($.041 per min overage rate) w/ Unlimited Mobile 2 Mobile, Push 2 Talk, Nights/Weekends & $.103 per min domestic roaming	20.60	$0.00
SOFL Local Only	0	Number of minutes on above plan	0.410	$0.00
SOFL Local Only	0	Florida Local 600 Anytime Min ($.041 per min overage rate) w/ Unlimited Mobile 2 Mobile, Push 2 Talk, Nights/Weekends & $.103 per min domestic roaming	30.90	$0.00
SOFL Local Only	0	Number of minutes on above plan	0.410	$0.00

SOFL Local Only	0	Unlimited Florida Calling w/ Unlimited Push To Talk & $.103 Per Minute Domestic Roam	41.20	$0.00
SOFL Nationwide	0	Nationwide 250 Anytime Min ($.052 per min overage rate) w/ Unlimited Mobile 2 Mobile, Push 2 Talk, Nights/Weekends	25.75	$0.00
SOFL Nationwide	0	Number of minutes on above plan	0.052	$0.00
SOFL Nationwide	0	Nationwide 600 Anytime Min ($.052 per min overage rate) w/ Unlimited Mobile 2 Mobile, Push 2 Talk, Nights/Weekends	36.05	$0.00
SOFL Nationwide	0	Number of minutes on above plan	0.052	$0.00
SOFL Nationwide	0	Unlimited Nationwide Calling w/ Unlimited Mobile 2 Mobile, Push 2 Talk, Nights/Weekends	51.50	$0.00
SOFL Nationwide Smartphone all inclusive	0	Unlimited Nationwide Calling w/ Unlimited Mobile 2 Mobile, Push 2 Talk, Nights/Weekends , Unlimited Domestic Text/Pix/Flix Messaging; 5GB of data hotspot/Tethering	72.10	$0.00
SOFL Aircard	0	500 MB Data allowance ($.0824 per MB overage rate) Unlimited Domestic Text	20.60	$0.00
SOFL Aircard	0	1,000 MB Data allowance ($.0824 per MB overage rate) Unlimited Domestic Text Messaging	25.75	$0.00
SOFL Aircard	0	2,000 MB Data allowance ($.0824 per MB overage rate) Unlimited Domestic Text Messaging	30.90	$0.00
SOFL Aircard	0	Unlimited MBB Data Plan w/ Unlimited Domestic Text Messaging	36.05	$0.00
SOFL Smartphone Add on Data Feature	0	500 MB Data allowance ($.0824 per MB overage rate) Unlimited Domestic Text/Pix/Flix Messaging	15.45	$0.00
SOFL Smartphone Add on Data Feature	0	1,000 MB Data allowance ($.0824 per MB overage rate) Unlimited Domestic Text Messaging	20.60	$0.00
SOFL Smartphone Add on Data Feature	0	2,000 MB Data allowance ($.0824 per MB overage rate) Unlimited Domestic Text Messaging	23.69	$0.00
SOFL Smartphone Add on Data Feature	0	Unlimited MBB Data Plan w/ Unlimited Domestic Text Messaging	32.96	$0.00
SOFL Smartphone Add on Data Feature GLOBAL	0	Global Email Unlimited	51.99	$0.00

SOFL Smartphone Add on Data Feature	0	Unlimited MBB Data Plan w/ Unlimited Domestic Text Messaging	32.96	$0.00
SOFL Smartphone Add on Data Feature	0	$0.02 Per SMS messaging rate	0.00	$0.00
SOFL Smartphone Add on Data Feature	0	$0.05 Per MMS messaging rate	0.00	$0.00
SOFL Smartphone Add on Data Feature	0	300 SMS/MMS Messages (.05 Per Message overage rate)	2.00	$0.00
SOFL Smartphone Add on Data Feature	0	500 SMS/MMS Messages (.05 Per Message overage rate)	3.00	$0.00
SOFL Smartphone Add on Data Feature	0	Unlimited SMS/MMS Messages	7.00	$0.00
SOFL Smartphone Add on Data Feature	0	Block Messaging code-Works with price plans that have Unl Txt Package-86770, 86768, 86769	0.00	$0.00
Taxes and Surcharges	0	Aircards	0.02	$0.00
Taxes and Surcharges	0	Phones	0.22	$0.00
			Monthly Estimate	$288.40

Explanation of other charges & fees	*Phones / PDA's $0.22*	*Air Cards: $0.02*	

Verizon Wireless' Surcharges include charges to recover or help defray costs of axes and of governmental charges and fees imposed on us, including a Regulatory Charge (which helps defray costs of various regulatory mandates, including government number administration and license fees) and a Federal Universal Service Charge (and, if applicable, a State Universal Service Charge) to recover costs imposed on us by the government to support universal service, and may include other charges also related to our governmental costs. It also includes an Administrative Charge, which helps defray certain costs we incur, currently including (i) charges we, or our agents, pay local telephone companies for delivering calls from our customers to their customers, (ii) fees and assessments on network facilities and services and (iii) certain costs and charges associated with proceedings related to new cell site construction. Please note that these are Verizon Wireless charges, not taxes. These charges, and what's included, are subject to change from time to time.

Total Estimate based of average usage	
Avg per user no spares	
Avg per user with spares	

Authorization to Proceed:

I agree to this proposal and grant authorization to proceed with preparation of service agreements	Proposal valid for 90 days

Customer's Authorization:

Name:
Title:
Date:
Number:

Angela Clark | Verizon Wireless
Govt Account Executive
Angela.Clark@verizonwireless.com
9160 Forum Corporate Park Suite 250
Fort MYERS, Fl 33916

softchoice

Please forward this to:
Softchoice Customer 441777

Mark Wahlig
ESTERO FIRE RESCUE
21500 THREE OAKS PARKWAY
ESTERO, FL
33928

Comments:

Date:	**February 26, 2015**	Sent by: **RENEE THIERER**
Phone:	**(239) 390-8000**	Renee.Thierer@softchoice.com
Fax:		Phone: (770) 300-4773 x4773
Customer Reference:		Fax: (800) 268-7639

Softchoice Corporation
314 W Superior Street
Ste 301
Chicago, IL
60654

Sales/Order desk
Phone: (800) 268-7638
Fax: (800) 268-7639

All currency in this quote is in US dollars.

Quote # 7356147

PART	MFGSKU	ITEM DESCRIPTION	QTY	UNIT PRICE	EXT PRICE
NW9242	381-04315	MS EXCHANGE SERVER STANDARD EDITION CAL 1 USER SINGLE LANGUAGE (MS) v2013 E-CERTIFICATE MOL BUS-LIC	20	$75.27	$1,505.40
RA5669	P73-06285	MICROSOFT WINDOWS SERVER 2012 STANDARD R2 STANDARD - LICENSE - 2 PROCESSORS - MOLP: OPEN BUSINESS - SINGLE LANGUAGE E-CERTIFICATE MOL BUS-LIC	2	$851.82	$1,703.64
NJ6152	R18-04281	MS WINDOWS SERVER CAL LICENSE LICENSE - USER CAL E-CERTIFICATE MOL BUS-LIC	20	$32.44	$648.80
NW6849	021-10257	MS OFFICE STANDARD LICENSE SINGLE LANGUAGE (MS) v2013 E-DOWNLOAD MOL BUS-LIC	20	$360.76	$7,215.20
RQ6146	228-10344	MS SQL SERVER STANDARD LICENSE SNGL OPEN 1 LICENSE NO LEVEL E-CERTIFICATE MOL BUS-LIC	1	$869.72	$869.72
TT3144	V-ESSSTD-VS-P0000-46	VEEAM BACKUP ESSENTIALS STANDARD 6 SOCKET BUNDLE FOR VMWARE E-DOWNLOAD Lic	1	$1,682.59	$1,682.59
MM4000	MAR10-24-1Y	GFI MAILARCHIVER FOR EXCHANGE LICENSE + 1 YEAR SOFTWARE MAINTENANCE AGREEMENT - 1 MAILBOX - VOLUME - 10-24 LICENSES - WIN E-DOWNLOAD Lic with Maint	20	$34.16	$683.20
QY2428	VS5-ESP-KIT-C	VMWARE LICENSE - 3 HOSTS - UP TO 2 PROCESSORS PER HOST E-DOWNLOAD Lic (PROMOTIONAL)	1	$4,379.00	$4,379.00
QX8729	VS5-ESP-KIT-P-SSS-C	VSPHERE TECHNICAL SUPPORT - EMERGENCY PHONE CONSULTING - 1 YEAR - 24X7 - RESPONSE TIME: 30 MIN - FOR VMWARE VSPHERE ESSENTIALS PLUS KIT (V. 5) E-CERTIFICATE	1	$1,124.00	$1,124.00

SUB TOTAL	**$19,811.55**
DELIVERY:Economy	NO CHARGE

TOTAL $19,811.55

Estimated Monthly Lease Payment $609 per month*

All currency in this quote is in US dollars.

*Please note that the estimated monthly payment shown above is based on a 36 month term with a USD$1.00 Buyout at the end of the term. Fair market value buyout and monthly payment may be higher or lower depending on your creditworthiness as determined by Lender, Softchoice Financial Services (or affiliate), in its sole discretion. Shipping and applicable taxes not included in above estimate. Payment options in the United States of America are in American currency and not billable in other currencies.

Pricing, availability and special offers are subject to change at any time. Returns may be restricted to factory sealed boxes or defective product only.

The third party products and services which are the subject of this quote are resold subject to the: (1) the warranty provided by the manufacturer or licensor of such third party products or services; and (2) the applicable end user license agreement or such other similar terms of use required by the third party vendor of such products or services. By submitting a purchase order, unless otherwise agreed upon in writing between the customer and such third party vendor, customer agrees to abide by the terms and conditions of any such applicable end user license agreement or terms of use.

If you will be prepaying for this order by check, please ensure to phone or e-mail your order request to Sales. After placing your order, write the order number given to you by Sales on the front of the check and remit payment to:

Attention: Finance
Softchoice Corporation
314 W Superior Street
Suite 402
Chicago, IL
60610-3538

softchoice

Please forward this to:
Softchoice Customer 441777

Mark Wahlig
ESTERO FIRE RESCUE
21500 THREE OAKS PARKWAY
ESTERO, FL
33928

Comments:

Date:	**March 03, 2015**	Sent by: **RENEE THIERER**
Phone:	**(239) 390-8000**	Renee.Thierer@softchoice.com
Fax:		Phone: (770) 300-4773 x4773
Customer Reference:		Fax: (800) 268-7639

Softchoice Corporation
314 W Superior Street
Ste 301
Chicago, IL
60654

Sales/Order desk
Phone: (800) 268-7638
Fax: (800) 268-7639

All currency in this quote is in US dollars.

Quote # 7360988

PART	MFGSKU	ITEM DESCRIPTION	QTY	UNIT PRICE	EXT PRICE
TN9268	401VBESN00S0MAB 36	VIPRE ANTIVIRUS BUSINESS SUBSCRIPTION LICENSE (3 YEARS) - 1 COMPUTER - VOLUME - 25-99 LICENSES - WIN E-DOWNLOAD Lic with Maint	15	$33.16	$497.40

SUB TOTAL	**$497.40**
DELIVERY:Economy	NO CHARGE
TOTAL	**$497.40**

All currency in this quote is in US dollars.

For a leasing quote, please contact your sales representative or email leasing@softchoice.com.

Pricing, availability and special offers are subject to change at any time. Returns may be restricted to factory sealed boxes or defective product only.

The third party products and services which are the subject of this quote are resold subject to the: (1) the warranty provided by the manufacturer or licensor of such third party products or services; and (2) the applicable end user license agreement or such other similar terms of use required by the third party vendor of such products or services. By submitting a purchase order, unless otherwise agreed upon in writing between the customer and such third party vendor, customer agrees to abide by the terms and conditions of any such applicable end user license agreement or terms of use.

If you will be prepaying for this order by check, please ensure to phone or e-mail your order request to Sales. After placing your order, write the order number given to you by Sales on the front of the check and remit payment to:

Attention: Finance
Softchoice Corporation
314 W Superior Street
Suite 402
Chicago, IL
60610-3538

QUOTATION

Quote #:	**702907840**
Customer #:	**010272754**
Contract #:	
CustomerAgreement #:	
Quote Date:	**03/05/2015**
Date: 02/24/2015 **Customer Name:**	**ESTERO FIRE DEPT**

Thanks for choosing Dell! Your quote is detailed below; please review the quote for product and informational accuracy. If you find errors or desire certain changes please contact your sales professional as soon as possible.

Sales Professional Information

SALES REP:	CHARLENE VELA	**PHONE:**	1800 - 4563355
Email Address:	Richard_Newlon@Dell.com	**Phone Ext:**	80000

GROUP: 1 QUANTITY: 1 SYSTEM PRICE: $20,579.56 GROUP TOTAL: $20,579.56

Base Unit	PowerEdge VRTX Rack (225-4380)	1
	PowerEdge VRTX Chassis Configure to Order (468-0891)	1
	ProSupport: Next Business Day Onsite Service After Problem Diagnosis, 4 Year Extended (954-7463)	1
	ProSupport: Next Business Day Onsite Service After Problem Diagnosis, Initial Year (954-7466)	1
	ProSupport: 7x24 HW / SW Tech Support and Assistance, 5 Year (954-7474)	1
	Dell Hardware Limited Warranty Plus On Site Service Extended Year (954-7528)	1
	Dell Hardware Limited Warranty Plus On Site Service Initial Year (954-7531)	1
	Dell ProSupport. For tech support, visit http://support.dell.com/ProSupport or call 1-800-945-3355 (989-3439)	1
	Remote Implementation of a Dell Converged System (973-3684)	1
	Proactive Maintenance Service Declined (926-2979)	1
	Declined Remote Consulting Service (973-2426)	1
	PowerEdge VRTX Shipping (332-0798)	1
	Shipping Materials, VRTX Rack Chassis with up to Two Half-Height Server Nodes (340-AAVZ)	1
	PowerEdge VRTX 10Gb Switch Module, Int 16 ports to Ext 6 ports (4x 10Gb SFP+, 2x 1Gb RJ45) (329-BCGY)	1
	PowerEdge VRTX Rack Configuration for 2.5 inch Hard Drives (max 25) (319-2038)	1
	PowerEdge VRTX Locking Security Bezel (318-2754)	1
	Chassis Management Controller Card for PowerEdge VRTX Chassis (332-0877)	1
	SD Storage for Chassis Management Controller (403-BBEQ)	1
	PowerEdge VRTX 2.5 HDD Dual Expander for Dual Controller (319-1974)	1
	PowerEdge VRTX 2.5 HD HotPlug Backplane with Dual Controller and Expander in Redundant Mode (332-0796)	1
	900GB 10K RPM SAS 6Gbps 2.5in Hot-plug Hard Drive (342-3498)	11
	No Documentation (310-1972)	1
	DVD+/-RW, SATA, Internal (318-1391)	1
	No Rack Rails or Cable Management Arm for Rack Chassis (330-3553)	1
	PowerEdge VRTX Redundant Power Supply, 4 x 1100W, (3+1) (332-0865)	1
	Power Cord, NEMA 5-15P to C13, 15 amp, wall plug, 10 feet / 3 meter (310-8509)	4
	vSphere Ess Plus Kit v5.x 6CPU Licenses, 5yr Subscription w/Dwngrd Rights (421-7744)	1

	PowerEdge VRTX Enterprise Management License Upgrade, with FlexAddress for CMC (421-9814)	1

GROUP: 2 QUANTITY: 2 SYSTEM PRICE: $4,996.87 GROUP TOTAL: $9,993.74

Base Unit	PowerEdge M630 Blade Server (210-ACZY)	1
	PowerEdge M630 Motherboard (329-BCLU)	1
	VRTX PCIE Pass-Through Mezzanine Adapter Qty-2 (330-BBBG)	1
	PowerEdge VRTX Server Node Insertion Instruction Label for Handle (340-AFBP)	1
	PowerEdge M630 Regulatory Label, DAO (389-BESH)	1
	VRTX Software Drivers for Add-in Exmulex PCI NICs (634-BBLZ)	1
	VRTX Software Drivers for Add-in Broadcom PCI NICs (750-AACQ)	1
	VRTX Software Driver for Shared PERC Controller (750-AACR)	1
	VRTX Software Drivers for Add-in Intel PCI NICs (750-AACS)	1
	VRTX Software Drivers for Add-in Qlogic PCI NICs (750-AACT)	1
	VRTX Software Drivers for Add-In AMD GPGPU (750-AACU)	1
	Dell ProSupport. For tech support, visit http://support.dell.com/ProSupport or call 1-800-945-3355 (989-3439)	1
	ProSupport: Next Business Day Onsite Service After Problem Diagnosis,5 Year (997-0089)	1
	ProSupport: 7x24 HW / SW Tech Support and Assistance, 5 Year (997-0098)	1
	Dell Hardware Limited Warranty Plus On Site Service (997-0181)	1
	Dell Proactive Systems Management - Declined - www.dell.com/Proactive (909-0259)	1
	On-Site Installation Declined (900-9997)	1
	Proactive Maintenance Service Declined (926-2979)	1
	Declined Remote Consulting Service (973-2426)	1
	US Order (332-1286)	1
	No System Documentation, No OpenManage DVD Kit (343-BBDG)	1
	System ordered as part of Multipack order (750-AADI)	1
	Broadcom 57840S 10Gb Quad Port KR Blade Network Daughter Card (540-BBCQ)	1
	iDRAC8 Enterprise, integrated Dell Remote Access Controller, Enterprise (385-BBHO)	1
	VFlash, 16GB SD Card for iDRAC Enterprise, V2 (385-BBHY)	1
	2.5" Backplane with up to 2 Hard Drives and Onboard SATA (406-BBEN)	1
	Standard Cooling,M630 (384-BBDP)	1
	Performance BIOS Settings (384-BBBL)	1
	Diskles Configuration, No Controller (780-BBLT)	1
	No Controller (405-AACD)	1
	Intel Xeon E5-2630 v3 2.4GHz,20M Cache,8.00GT/s QPI,Turbo,HT,8C/16T (85W) Max Mem 1866MHz (338-BFFU)	1
	Upgrade to Two Intel Xeon E5-2630 v3 2.4GHz,20M Cache,8.00GT/s QPI,Turbo,HT,8C/16T (85W) (374-BBHD)	1
	16GB RDIMM, 2133 MT/s, Dual Rank, x4 Data Width (370-ABUG)	4
	2133MT/s RDIMMs (370-ABUF)	1
	Performance Optimized (370-AAIP)	1
	No Hard Drive (400-ABHL)	1
	No Systems Documentation, No OpenManage DVD Kit (631-AACK)	1
	Internal Dual SD Module (330-BBCV)	1
	Redundant SD Cards Enabled (385-BBCF)	1
	16GB SD Card For IDSDM (385-BBII)	1
	16GB SD Card For IDSDM (385-BBII)	1
	No Operating System, No Utility Partition (611-BBBG)	1
	No Media Required (421-5736)	1
	30 days Trial License for Vmware Enterprise Plus (600-BBBC)	1
	VMware ESXi 5.5 U2 Embedded Image on Flash Media (600-BBQB)	1
	DIMM Blanks for System with 2 Processors (374-BBHL)	1
	68MM Heatsink for PowerEdge M630 Processor 1 (412-AADY)	1
	68MM Heatsink for PowerEdge M630 Processor 2 (412-AADZ)	1
	68MM Processor Heatsink Shroud for PowerEdge M630 (750-AAFD)	1

***Total Purchase Price:**	**$30,573.30**
Product Subtotal:	$30,573.30
Tax:	$0.00
Shipping & Handling:	$0.00
State Environmental Fee:	$0.00
Shipping Method:	LTL 5 DAY OR LESS

(Amount denoted in $)*

Statement of Conditions

The information in this document is believed to be accurate. However, Dell assumes no responsibility for inaccuracies, errors, or omissions, and shall not be liable for direct, indirect, special, incidental, or consequential damages resulting from any such error or omission. Dell is not responsible for pricing or other errors, and reserves the right to cancel orders arising from such errors.

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This proposal is not intended to create a contractual relationship. Unless expressly agreed otherwise in a writing signed by the parties, all orders by ESTERO FIRE DEPT for Dell products and services shall be subject to Dell's Terms and Conditions of Sale-Direct, which can be found atwww.dell.com/terms, and which incorporate Dell's U.S. Return Policy, at www.dell.com/returnpolicy#total . Please read those terms carefully and in their entirety, and note in particular that Dell EqualLogic and EqualLogic-branded products, Dell|EMC and EMC-branded products, PowerVault ML6000 tape libraries, non-Dell-branded enterprise products, enterprise software, and customized hardware or software products may not be returned at any time. Orders also shall be subject to the terms of any applicable service contract(s), which can be found at www.dell.com/servicecontracts.

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QUOTATION

Quote #:	**702907234**
Customer #:	**010272754**
Contract #:	
CustomerAgreement #:	
Quote Date:	**03/05/2015**
Customer Name:	**ESTERO FIRE DEPT**

Date: 02/24/2015

Thanks for choosing Dell! Your quote is detailed below; please review the quote for product and informational accuracy. If you find errors or desire certain changes please contact your sales professional as soon as possible.

Sales Professional Information

SALES REP:	CHARLENE VELA	**PHONE:**	1800 - 4563355
Email Address:	Richard_Newlon@Dell.com	**Phone Ext:**	80000

GROUP: 1 QUANTITY: 1 SYSTEM PRICE: $2,714.17 GROUP TOTAL: $2,714.17

Base Unit	Dell Networking N3024, L3 ,24x1GbE, 2xCombo, 2x10GbE SFP+ fixed ports, Stacking, IO to PSU airflow, 1x AC PSU (210-ABOD)	1
	Dell Hardware Limited Warranty Initial Year (966-3309)	1
	Dell Hardware Limited Warranty Extended Year(s) (966-3311)	1
	Lifetime Limited Hardware Warranty with Basic Hardware Service Next Business Day Parts Only on Your Network Switch (966-3319)	1
	ProSupport: Next Business Day Onsite Service After Problem Diagnosis, Initial Year (966-3325)	1
	ProSupport: Next Business Day Onsite Service After Problem Diagnosis, 4 Year Extended (966-3334)	1
	ProSupport: 7x24 HW / SW Tech Support and Assistance, 5 Year (966-3383)	1
	Dell ProSupport. For tech support, visit http://support.dell.com/ProSupport or call 1-800-945-3355 (989-3439)	1
	Remote Implementation of a Layer 2 Ethernet Switch (923-2669)	1
	Declined Remote Consulting Service (973-2426)	1
	US Order (332-1286)	1
	Dell Networking N2000/3000 Series User Guide (343-BBBQ)	1
	Power Supply, 200w, Hot Swap, with V-Lock, adds redundancy to non-POE N3000 series switches (450-ABKG)	1
	Power Cord, 125V, 15A, 10 Feet, NEMA 5-15/C13 (450-AAFH)	2

***Total Purchase Price:**	**$2,714.17**
Product Subtotal:	$2,714.17
Tax:	$0.00
Shipping & Handling:	$0.00
State Environmental Fee:	$0.00
Shipping Method:	LTL 5 DAY OR LESS

(Amount denoted in $)*

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ESTERO FIRE RESCUE

21500 Three Oaks Parkway
Estero, Florida 33928

Voice: (239) 390-8000
Fax: (239) 390-8020

PURCHASE ORDER

Purchase Order #:	15-00405
Order Date:	3/3/2015
Delivery Date:	3/3/2015
Terms:	Net 30

Florida Tax Exemption #: 85-8012671836C-9

VENDOR

Dell
1 Dell Way
Round Rock, TX 78682-0000

Attention: Charlene Vela
Voice: (866) 537-0706
Fax: (512) 283-9045

FACILITY

Estero Fire Rescue Admin. Complex
21500 Three Oaks Pkwy.
Estero, FL 33928

Requisitioner: Wahlig, Mark
Voice: (239) 390-8000
Fax: (239) 390-8020

Shipping Method	Reason for Purchase
UPS	5 Desktop Workstations.

Accounting Code	Quantity	Unit	Description	Unit Price	Amount
001-00-06-5201-00	5		OptiPlex 9020 SFF	$1,122.66	$5,613.30
--	0		Quote #: 702663908	$0.00	$0.00
--	0		Contract #: WN05ACA	$0.00	$0.00

TERMS CONDITIONS: This purchase order amount represents an agreed amount between Estero Fire Rescue and the vendor. Revisions to the amount must be made on the purchase order and vendor invoice alike. All invoices must be mailed to Estero Fire Rescue, 21500 Three Oaks Parkway, Estero, FL 33928 or AccountsPayable@Esterofire.org. Please contact Accounts Payable directly for credits associated with this purchase. All goods must be delivered to the above address unless specified otherwise on this purchase order.

Any person or affiliate as defined by statute who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid or a contract to provide any goods or services to EFR; may not submit a bid on a contract with EFR for the construction or repair of a public building or a public work; may not submit bids or leases of real property to EFR; may not be awarded or perform work as a contractor, supplier, subcontractor, or a consultant under a contract with EFR; and may not transact business with EFR in excess of $25,000 for a period of 36 months from the date of being placed on the convicted vendor list.

Purchase Authorization:	Date: 3/3/2015
Finance:	Date:

Total: **$5,613.30**

VILLAGE OF ESTERO, FLORIDA

RESOLUTION NO. 15- _____

A RESOLUTION AUTHORIZING THE INTERIM VILLAGE MANAGER TO PURCHASE INFORMATION TECHNOLOGY EQUIPMENT AND SERVICES NOT TO EXCEED $65,000; AUTHORIZING VILLAGE MAYOR TO EXECUTE CONTRACTS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, Village of Estero is a newly incorporated municipality; and

WHEREAS, the Village is in need of information technology equipment to ensure the effective communication of Village Staff and Councilors, for the retention of records, and for the ability to conduct day-to-day business operations; and

WHEREAS, Assistant Fire Chief and Chief Communication Officer, Mike Wahlig, of the Estero Fire Rescue District has contacted vendors currently being used by the Estero Fire Rescue District; Softchoice, Dell and Verizon which have supplied quotes for service and hardware based on government pricing where available, included herein by reference; and

WHEREAS, the total package of services and hardware costs approximately $65,000;

NOW, THEREFORE, be it resolved by the Village Council of the Village of Estero, Florida:

SECTION ONE. The Village Council hereby approves the purchase of hardware and services from Softchoice, Dell and Verizon in accordance with the quotes provided, in an amount not to exceed $65,000.

SECTION TWO. The Village Council authorizes the Village Mayor to execute the contracts with Softchoice, Dell and Verizon.

SECTION THREE. This Resolution shall take effect immediately upon adoption.

THIS SPACE INTENTIONALLY LEFT BLANK

ADOPTED BY THE VILLAGE COUNCIL of the Village of Estero, Florida this _____day of March, 2015.

Attest:

VILLAGE OF ESTERO, FLORIDA

By:_____

By: _____

_____
Interim City Clerk

_____
Mayor

Reviewed for legal sufficiency:

By: _____

_____
Interim City Attorney

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (K)	Prepared By: Howard Levitan
Agenda Section: Council Business	
Subject: Discussion Regarding Directing the Interim Village Manager to Advertise an Ordinance Establishing the Planning and Zoning Board and the Design Review Board.	

BACKGROUND:

Florida Statutes requires proper advertising of ordinances. The process for creating Land Use Boards, specifically the Planning and Zoning Board and Design Review Board, is by ordinance. The direction of Council to advertise the first reading of the Ordinance begins the process of creating the Land Use Boards.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Direct Interim Village Manager to advertise an Ordinance establishing the Planning and Zoning Board and Design Review Board.

POTENTIAL MOTION:

I make a motion to direct the Interim Village Manager to advertise an Ordinance establishing the Planning and Zoning Board and the Design Review Board.

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (L)	Prepared By: Howard Levitan
Agenda Section: Council Business	
Subject: Discussion Regarding Directing the Interim Village Manager to Advertise an Ordinance Adopting the Provisions of Section 286.0115, Florida Statutes Which Removes the Presumption of Prejudice From Ex-Parte Communications With Local Public Officials by Establishing a Process to Disclose Such Communications.	

BACKGROUND:

This is a discussion directing the Interim Village Manager to advertise an Ordinance Regarding Section 286.0115, Florida Statutes, Relating to Access to Local Public Officials; Quasi-Judicial Proceedings on Local Government Land Use Matters which removes the presumption of prejudice from ex-parte communications with local public officials by establishing a process to disclose such communications.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Direct Interim Village Manager to advertise an Ordinance Regarding Section 286.0115, Florida Statutes, which removes the presumption of prejudice from ex-parte communications with local public officials by establishing a process to disclose such communications.

POTENTIAL MOTION:

I make a motion to direct the Interim Village Manager to advertise an Ordinance regarding Section 286.0115, Florida Statutes, which removes the presumption of prejudice from ex-parte communications with local public officials by establishing a process to disclose such communications.

VILLAGE OF ESTERO, FLORIDA

VILLAGE COUNCIL MEETING
MARCH 17, 2015

REQUEST FOR VILLAGE COUNCIL CONSIDERATION

Agenda Item: 9. (M)	Prepared By: Howard Levitan
Agenda Section: Council Business	
Subject: Discussion Regarding the Application of Lee County Ordinance 03-14, Section Three, Record Keeping Responsibilities.	

BACKGROUND:

The Village of Estero Charter adopts the ordinances and resolutions of Lee County until rescinded by action of the Village Council.

This is a discussion regarding the application Lee County Ordinance 03-14, Section Three, Record Keeping Responsibilities.

FUNDING SOURCE / FISCAL IMPACT:

N/A

RECOMMENDATION:

Direct Staff to take appropriate action

POTENTIAL MOTION: