**From:** Mitty Barnard [mailto:mitty@deadylaw.com]
**Sent:** Wednesday, May 04, 2016 12:27 PM
**To:** Baldwin, Robert; Ansbro, Tom
**Cc:** Erin Deady; 'Devesh Nirmul'
**Subject:** Florida Green Finance Authority (PACE) Interlocal Agreement Revision

Dear Mr. Baldwin,

The Florida Green Finance Authority Board of Supervisors (“Board”) approved the **Second Amended and Restated Interlocal Agreement** at their April 7, 2016 meeting.  The Interlocal Agreement was in need of further amendment in order to facilitate a more functional Board given that the program is continuing to grow and has a presence in many parts of Florida at this time.  With a larger area and more and more jurisdictions joining, the Board needed to allow for the establishment of a quorum that includes board members who can (at least at this time, based on state law and Authority composition) appear and participate at board meetings remotely.  These revisions further previous changes to the Interlocal Agreement approved by the Board in August of 2014.  Now that we are on the brink of launching the residential component of the program over this summer, we are bringing these revisions back to you comprehensively at one time.

Attached is a cover letter which provides a program update and more thorough explanation of the revisions to the InterIocal Agreement.  Also attached are the redline (strike underlined) and clean versions of the **Second Amended and Restated Interlocal Agreement** for your review.  The strike underlined version reflects the most recently approved **Second Amended and Restated Interlocal Agreement** changes.  Note that the **Second Amended and Restated Interlocal Agreement** has been formally authorized by the Board and is going before the Town Councils of Lantana and Mangonia Park on May 9th and May 4th, respectively for signature.

Please review the attached revisions. We need you to provide your written approval of the **Second Amended and Restated Interlocal Agreement.** For convenience, also attached is a draft resolution for use in approving and adopting the **Second Amended and Restated Interlocal Agreement.**

Please feel free to contact us with any questions you may have regarding these revisions.

Thank you,

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