



**FLORIDA DEVELOPMENT FINANCE**  
CORPORATION

**BOARD OF DIRECTORS MEETING  
WEDNESDAY, MARCH 6, 2019  
2:30PM – 4:30PM EST**

**PHYSICAL MEETING LOCATION**

**HYATT REGENCY ORLANDO INTERNATIONAL AIRPORT  
COMBINED ROOMS: SHANNON/KAITAK/MIRABEL  
9300 JEFF FUQUA BOULEVARD  
ORLANDO, FLORIDA 32827**

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**AGENDA**

- I. Call to Order; Declaration of Quorum (Chair)
- II. Sunshine Notice (Bill Spivey)
- III. Current Business (Chair)
  - A. All Aboard Florida – Operations LLC
    1. Presentation: All Aboard Florida Update (20 minute time limit)
    2. Opposition Group Presentation (20 minute time limit)
    3. Other Public Comment (3 minute time limit each)
      - i. Elected Officials
      - ii. General Public
    4. All Aboard Florida Response (5 minute time limit)
    5. Consideration of Bond Resolution No. 19-09:
    6. A RESOLUTION OF THE FLORIDA DEVELOPMENT FINANCE CORPORATION (THE “FDFC”) SUPPLEMENTING AND AMENDING RESOLUTION NO. 15-04 OF THE FDFC DATED AUGUST 5, 2015, WHICH PROVIDED FOR THE FINANCING AND REFINANCING OF A PORTION OF THE COST OF THE DEVELOPMENT, DESIGN, ACQUISITION, CONSTRUCTION, INSTALLATION, AND EQUIPPING OF CERTAIN PORTIONS OF A PRIVATELY OWNED AND OPERATED INTERCITY PASSENGER RAIL SYSTEM WITH STATIONS LOCATED IN ORLANDO, WEST PALM BEACH, FORT LAUDERDALE AND MIAMI, FLORIDA FOR THE BENEFIT OF ALL ABOARD FLORIDA -- OPERATIONS LLC, NOW KNOWN AS [BRIGHTLINE TRAINS LLC] (OR ANY AFFILIATE THEREOF, THE “BORROWER”), AS PREVIOUSLY SUPPLEMENTED AND AMENDED BY RESOLUTION NO. 17-09 OF THE FDFC DATED OCTOBER 27, 2017 AND BY RESOLUTION NO. 18-05 OF THE FDFC DATED AUGUST 29, 2018, IN ORDER TO: (I) PROVIDE FOR THE ISSUANCE BY THE FDFC OF NOT TO EXCEED

\$2,700,000,000 AGGREGATE PRINCIPAL AMOUNT OF ITS SURFACE TRANSPORTATION FACILITY REVENUE BONDS ([ALL ABOARD FLORIDA/BRIGHTLINE] PASSENGER RAIL PROJECT), SERIES 2019 (THE “SERIES 2019 BONDS”), AND A LOAN OF THE PROCEEDS THEREOF TO THE BORROWER IN AN AMOUNT EQUAL TO THE PRINCIPAL AMOUNT OF THE SERIES 2019 BONDS; (II) PROVIDE THAT THE SERIES 2019 BONDS MAY BE ISSUED IN ONE OR MORE SERIES OR SUBSERIES FROM TIME TO TIME; (III) AUTHORIZE A NEGOTIATED SALE OF THE SERIES 2019 BONDS UPON MEETING CERTAIN CONDITIONS SPECIFIED HEREIN; (IV) DELEGATE TO EACH OF THE CHAIRMAN, VICE-CHAIRMAN, EXECUTIVE DIRECTOR AND SECRETARY OR ASSISTANT SECRETARY OF THE FDFC THE POWER TO APPROVE THE FINAL TERMS AND DETAILS OF THE SERIES 2019 BONDS AND RELATED DOCUMENTS UPON SATISFACTION OF THE CONDITIONS SET FORTH HEREIN; (V) RATIFY AND AFFIRM THE APPROVAL OF THE USE OF ONE OR MORE PRELIMINARY LIMITED OFFERING MEMORANDA AND ONE OR MORE FINAL LIMITED OFFERING MEMORANDA IN CONNECTION WITH THE OFFERING AND SALE OF THE SERIES 2019 BONDS; (VI) RATIFY AND AFFIRM THE AUTHORIZATION AND APPROVAL OF THE BOND DOCUMENTS AND CERTAIN OTHER DOCUMENTS AND AGREEMENTS WITH RESPECT TO THE SERIES 2019 BONDS; (VII) AUTHORIZE THE EXECUTION AND DELIVERY OF OTHER RELATED INSTRUMENTS, DOCUMENTS, AGREEMENTS AND CERTIFICATES; (VIII) PROVIDE FOR OTHER MISCELLANEOUS MATTERS IN CONNECTION WITH THE FOREGOING; AND (IX) PROVIDE AN EFFECTIVE DATE.

(VOTE Required)

IV. Adjournment (Chair)

\* *The public meeting will end at 4:30pm.*