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March 10, 2010

Via Facsimile and Electronic Mail

Chairman Eric Buermann
Suite 4100
Wachovia Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131-2398

Re: Agenda Item No. 41

Dear Chairman Buermann:

We represent New Hope Sugar Company and Okeelanta Corporation. On their behalf, we request that the Chair or the entire Board, as appropriate, disqualify Governing Board members Anne Batchelor and Glenn Waldman from participating in Item 41 on your March 11, 2010 Agenda, as well as any future agenda item, workshop, or District business involving the purchase of any land from the U.S. Sugar Corporation (the "USSC Acquisition").

On March 11, 2010, the Governing Board is set to decide whether to extend the bond validation deadline in its contract with USSC. Since the last vote on the USSC acquisition on May 13, 2009, two vacancies have occurred on the Governing Board. Mr. Waldman and Ms. Batchelor were appointed to fill those seats. The Governor has publicly stated, without any qualification, that they would not have been appointed had they not pledged in advance as a condition of their appointment, to vote in favor of and support the USSC Acquisition. (News articles on this topic are attached as Exhibit A.)

A story in the *Miami Herald* quotes the Governor as stating that support was a prerequisite to appointment. Calling this a "litmus test," the Governor is quoted as saying "I won't appoint people to the board who don't believe in it," referring to the USSC Acquisition. In a video interview with the *Palm Beach Post* Editorial Board and

posted on the newspaper's website, the Governor likewise states that preserving the USSC deal "is the reason I picked" the new Board members.¹ A story appearing in the *St. Petersburg Times* and describing an interview with the Governor questions whether the Governor used the USSC Acquisition as a "litmus test" for the Batchelor and Waldman appointments, to which the Governor is quoted as responding "I did that personally. Damn right." Again confirming that a deal was in place with Ms. Batchelor and Mr. Waldman, the Governor appeared in an interview with Fox News this past Monday, March 8, 2010, and when asked about the USSC Acquisition brags "I appointed three new members to the South Florida Water Management District that are committed to the [USSC acquisition] plan."

The Governor has therefore made it clear -- and public -- that Ms. Batchelor and Mr. Waldman were appointed to the Governing Board on the express condition that they support the USSC Acquisition. Given the conflict created by a pre-negotiated vote, both Ms. Batchelor and Mr. Waldman should be prevented from participating in any discussion or vote on any aspect of the USSC Acquisition.

On Friday, March 5, 2010, we contacted Ms. Batchelor and Mr. Waldman and asked that they recuse themselves from participation on matters related to the USSC Acquisition. (A copy of this letter is attached as Ex B.) This prompted a response email from Mr. Waldman in which he did not deny that the Governor extracted a pledge to vote in favor of the USSC Acquisition, nor answer the question of whether he would recuse himself. (A copy of the full email chain is attached as Exhibit C.) We also received a set of affidavits (attached as Exhibit D) written by District legal counsel for Ms. Batchelor and Mr. Waldman where both claim to be impartial and claim that they were not "asked to vote in any manner", but neither denies the key point, that a deal to support the USSC Acquisition was made with the Governor as a condition of appointment.

Section 373.079, Florida Statutes, requires that each member of the governing board of a water management district "impartially perform the duties devolving upon him or her in office as member of the governing board." Compliance with this requirement is impossible where the Governing Board members in question have sworn to vote on a project that the Governor desires approved and provided that promise as a condition of appointment to the Governing Board.

¹ Palm Beach Post, "Florida Governor Charlie Crist Interviewed" at time code 22:00, <http://link.brightcove.com/services/player/bcpid45030612001?bclid=32693650001&bctid=68949703001>

Chairman Eric Buermann

March 10, 2010

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As reflected in the emails, neither Mr. Waldman nor Ms. Batchelor would confirm whether or not they intend to participate or vote on USSC Acquisition matters. In light of the clear message that the Governor has made on several separate instances and the fact that neither has expressly denied pledging to support the USSC Acquisition, we ask that as Chair you disqualify both Governing Board members from participation in Item 41. Should either of them participate in the discussion or take a vote we will have no choice but to take appropriate legal action to set that vote aside.

Very truly yours,

A handwritten signature in black ink, appearing to read 'JPK', with a stylized flourish extending to the right.

Joseph P. Klock, Jr.

cc: Governing Board Members
Sheryl Wood, Esq.

4844-2499-1237, v. 1



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February 24, 2010

Crist shakes up South Florida water board

Gov. **Charlie Crist** appointed two new members to the South Florida Water Management District and confirmed that he demanded assurances from the newcomers that they would support his plan for a \$536-million purchase of U.S. Sugar property for Everglades restoration.

Crist appointed **Anne "Sandy" Batchelor-Robjohns**, 56, of Miami Beach, co-CEO of The Batchelor Foundation, and environmental and land use lawyer **Glenn Waldman**, 49, of Weston. Crist also reappointed **Shannon Estenoz**, 42, a research assistant at FAU, to a new four-year term. Batchelor-Robjohns will replace **Gladys Perez** on the five-member governing board, and Waldman will replace **Michael Collins**.

Crist's litmus-test approach to the water-board appointments recalls his insistence that new appointees to the Public Service Commission take a skeptical view of a major rate increase sought by Florida Power & Light.

"I did that personally. Damn right," Crist said. "The litmus test is, you'll protect the Everglades. You'll protect the environment. You'll protect the water down there. It is the *Water Management District*."

Posted by Steve Bousquet at 06:07:00 PM on February 24, 2010 in [Charlie Crist](#), [Environment](#) | [Permalink](#)

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way to go Gov!!

Posted by: telling it like it is | [February 24, 2010 at 06:18 PM](#)

That's Judge Gladys Perez. Her appointment by Crist was the reason she had to leave the board.

Posted by: not really a shake up | [February 24, 2010 at 06:21 PM](#)

Such language Charles!

Posted by: Virgin Ears | [February 25, 2010 at 07:33 AM](#)

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Dems recruit another candidate for open Hasner seat

The Miami Herald

Posted on Sat, Mar. 06, 2010

Even after downsizing, Crist's plan to save Everglades by buying sugar land is under siege

BY CURTIS MORGAN

cmorgan@MiamiHerald.com



JOE RIMKUS JR. / MIAMI HERALD STAFF

In this 2008 file photo, sugar cane is harvested from the field by a mechanical harvester and put into carts to be taken to waiting train cars. Gov. Charlie Crist announced the state will buy land owned by U.S. Sugar Corp. to help restore the Florida Everglades.

It started out so big, so bold and with so much promise for healing the River of Grass that environmentalists proclaimed it the holy grail of Everglades restoration.

But 20 months after Gov. Charlie Crist unveiled his \$1.75 billion bid to buy out the U.S. Sugar Corp., the grail is at serious risk of slipping away -- rather, what's left of it.

Crist remains confident his landmark land buy will survive. "It's a done deal," he told The Miami Herald. "It's got to be done."

Others, even supporters like Drew Martin, Everglades chairman for the Sierra Club, are less certain. "There is no question it's hanging by a thread," he said.

With revenues evaporating like Lake Okeechobee on a summer day, South Florida Water Management District leaders are balking at bankrolling even the whittled-down first phase approved nine months ago: \$536 million for 72,800 acres of citrus groves and sugar fields, with options on 107,500 more.

Water District Chairman Eric Buermann expects the governing board to crunch the numbers again when it meets this week. Buermann, a Miami lawyer appointed by Crist, has championed "the governor's vision," but acknowledged he now questions if the agency can still afford it.

Property values in the 16 counties that pay the district's bills have dropped an estimated 16 percent since 2008. In a February letter made public Friday, the district's outside financial advisor warned that mounting deficits -- projected to hit \$110 million by 2012 -- could force "very difficult decisions." A financial "out" clause in the contract gives the board an option to walk away.

"It's not a rosy picture, and I'm not going to try to portray it as one," Buermann said.

The chunk of Big Sugar offers the promise of fixing -- someday, at uncertain but staggering cost -

- what many experts see as a gaping hole in plans to replumb the Everglades: Not enough land to catch and clean water.

But a deal that Crist had hoped would ensure his environmental legacy has morphed into a 900-pound political gorilla toting a ton of questions, along with \$45 million in budget-straining annual debt for the district.

The reeling economy has forced two down-sizings. An ambitious five-month fast track to get it done has slowed to a crawl. Plans to bankroll the deal with bonds have been pinched by state lawmakers and a Palm Beach County judge, and face more scrutiny from the Florida Supreme Court in April.

Two powerful foes -- rival grower Florida Crystals and the Miccosukee Tribe -- have led a legal and lobbying assault. They paint the deal as a sweetheart bailout for a major Crist campaign donor that would stick the state with land it can't afford to build anything on for decades.

"It's not driven by science. It's not driven by need," said Gaston Cantens, a Florida Crystals vice president. "It was driven by one person's political ambition and one company's necessities."

But environmentalists doubt U.S. Sugar's chief competitor has interest in protecting anything but its bottom line.

"It's ridiculous," said Kirk Fordham, chief executive officer of the Everglades Foundation. "If we thought the purchase would paralyze every restoration project, we wouldn't support it."

During a phone interview last week from a car crossing Alligator Alley, Crist bristled at critics' allegations.

"I understand Florida Crystals plays hardball, but I really don't give a damn," he said. "What's important is doing what's right. What is right is preserving this magnificent place."

A lot has soured since the sunny day in June 2008 when Crist laid out his "monumental" plan: Buy out Florida's largest sugar grower and use its 300-square-mile empire to restore the "missing link" between Lake Okeechobee and the Everglades, long ago severed by farms.

U.S. Sugar would pocket \$1.75 billion and profits from at least six years of continued farming. The state would get a real chance to salvage what's left of the Everglades.

The deal offers what the \$12 billion state-federal restoration approved a decade ago did not: enough land to store and clean water south of Lake Okeechobee, which once spilled over freely to drive the flow of the River of Grass.

To protect the fragile Glades from pollution flowing off farms, ranches and yards, water managers are forced to flush Lake O's dirty excess where it isn't needed -- down the Caloosahatchee and St. Lucie rivers, triggering fish-killing algae blooms in delicate estuaries and anger in waterfront homes.

Because Big Sugar was off-limits, engineers originally planned around it, concocting an uncertain \$1 billion scheme to hold water in hundreds of wells deep underground. But a decade of study

since, honed with computer and climate models, showed the Glades need more water and places to store and scrub it.

“From a scientific perspective, we know that answer was staring us right in the face,” said Water District Deputy Executive Director Tommy Strowd. “In the natural system, water doesn't go to the estuaries. That water had to go south.”

Crist's “missing link” rhetoric, summoning visions of marsh and hammock, oversold reality. Most scientists consider sugar lands -- saturated with fertilizers and sunken from erosion -- too far gone to revive.

The real plan is less picturesque but, water managers say, critical: dammed reservoirs, pollution treatment marshes and diesel pumps.

Crist dropped his bombshell offer in November 2007 to two high-powered U.S. Sugar lobbyists, Brian Ballard and J.M. ‘Mac’ Stipanovich.

They had wanted to gripe about a milestone defeat at the hands of Crist's appointees to the water board, who halted the practice of “back-pumping” polluted farm canals to replenish Lake Okeechobee. They emerged, after eight months of hush-hush talks, with what would rank as the biggest conservation land buy in state history.

Politically, it seemed to shape up as a done deal.

The governor, with politicians touting him as running mate material for presidential candidate John McCain, stood at the peak of his popularity and clout. The Water District had the power to finance the deal without approval from a potentially meddling Legislature. Its board was controlled by Crist picks, other than one hold-over from Gov. Jeb Bush.

It was all so dazzling it was easy to be distracted from critical details.

That month, Florida ascended to No. 2 nationally for rotten mortgages, on the way to a housing market meltdown. Five months later, citing the economy, Crist downsized to a \$1.34 billion land-only deal. Four months after that, that proposal was split into two cheaper chunks.

“In hindsight, the attempt to purchase every nut and bolt, every rail car, was probably too ambitious,” Fordham said. “Now, it's something we can digest.”

But the deal hasn't been just victim of the burst real estate bubble. The governor's office rolled it out without cluing in, let alone cutting in, important Glades players.

“This was a deal cut behind closed doors, then shoved down everybody's throats,” said Barbara Miedema, vice president of the Belle Glade-based Sugar Cane Growers Cooperative.

Questions soon drowned hoopla. Florida Crystals, controlled by the influential Fanjul family, and the Miccosukee Tribe have hammered away, winning delays and constraints.

Their lawsuit persuaded a Palm Beach judge to slash district borrowing plans by two-thirds -- a major blow to the bigger Phase Two land buy environmentalists consider critical. Crystals

lobbyists worked the Legislature, coming away with a debt cap that will crimp future bond deals. The Supreme Court rebuffed Water District requests to expedite an appeal, setting its hearing for April 7 -- a week after a contract deadline expires, opening the door for a board vote this week on whether to extend the deal.

Tribe attorney Dexter Lehtinen see big problems in the smaller deal: half a billion dollars spent on land that will require multibillion-dollar projects the state can't afford. Shredding of a restoration blueprint that took years to craft. Millions diverted from projects that promised faster relief.

The way Lehtinen reads the terms and the economy, U.S. Sugar can keep farming for decades while pollution pushes deep into tribal lands.

``The only thing this guarantees is delay," he said.

Florida Crystals' Cantens called it ``a deal done backwards. Instead of identifying what you need, we're just going to buy this land."

Most of U.S. Sugar's broadly scattered parcels are miles from marshes they're intended to help. District engineers say they can do the job with those tracts alone, but not as cheaply or simply. Still, most concepts that water managers have sketched so far -- with eye-popping price tags estimated at \$3 billion to \$30 billion -- target more land owned by its chief rival.

Cantens said early talks of swapping land or buying U.S. Sugar's assets went nowhere. He and other growers believe U.S. Sugar is fighting to hang on to a deal designed to boost its flagging fortunes, letting it unload money-losing citrus groves and pay down hundreds of millions it borrowed for a state-of-the-art mill.

Robert Coker, a U.S. Sugar vice president, said the company is sound and has been flexible to help preserve ``the governor's bold vision for the Everglades." He sees only one major obstacle to closing the deal: Florida Crystals. ``They have said things, alleged things, done everything humanly, legally and emotionally possible to try to keep this from happening."

Historically, a lot of mud is slung in Glades disputes. This one has been no exception.

Skeptics roll their eyes at Crist's claim of conceiving the buyout, saying it smacks more of the high-wire high-finance practiced by Paul Tudor Jones II, a billionaire Wall Street wizard, part-time Islamorada resident, avid tarpon angler and chair of the Everglades Foundation.

They fume over, as Miedema put it, ``cozy" connections. U.S. Sugar is a big campaign donor. Its lobbyists are political confidantes to Crist. The chairman of its law firm, Gunster, Yoakley & Stewert, is George LeMieux, who left as Crist's chief of staff a month after the governor pitched the buyout. It goes on.

``They think if you just put `Everglades restoration' on the cover sheet, we're all going to buy it," Lehtinen said. ``You're just using that to excuse insider deals and sweetheart deals."

Crist dismissed charges of impropriety. An aide for LeMieux, later appointed by Crist to fill a vacant U.S. Senate seat, said the senator did not work on the deal and would not profit from it.

To Florida environmental Secretary Mike Sole, who negotiated the deal, critics are trying to connect dots that lead nowhere. "There is absolutely no shred of truth to any accusations," he said.

Supporters concede the deal has trade-offs, but only short-term. They say there may never be a better or cheaper chance to grab so much land where it is needed.

"It's a blessing and a curse," said Everglades authority Martha Musgrove, who led civic forums on the deal's pros and cons. "It's a blessing because there is land available from a willing seller. It's a curse because it's so damn hard financing it."

For water managers, looming new demands to settle water quality violations in a national wildlife refuge and meet tough new federal water pollution standards add to the frustration. They need more land now more than when the governor unveiled the deal.

"Setting aside for a minute where you put it, north of the lake, south of the lake, in downtown Fort Lauderdale, it's absolutely 100 percent necessary to expand," said Water District board member Shannon Estenoz, a Plantation environmentalist who has backed the deal.

Crist has pulled the deal from the brink once before. In the days before a critical vote in December 2009, he phoned board members while on his honeymoon and dispatched Sole to push the deal in person. Two of his appointees defected but it survived, 4-3.

Now he's a lame duck governor trailing in a Senate race. Supporters wonder if he can still hold the controversial deal together. He shored up support two week ago, filling three seats on what is now an all-Crist water board. The Sugar deal was his litmus test.

"I won't appoint people to the board who don't believe in it," he said. "If we don't do this, if we don't save this treasure, shame on us."

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The Palm Beach Post

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Crist restocks water board with backers of his Everglades restoration plan

By **MICHAEL C. BENDER AND PAUL QUINLAN**

Palm Beach Post Staff WriterPalm Beach Post Staff Writer

Posted: 8:14 p.m. Wednesday, Feb. 24, 2010

Environmentalists who favor Gov. Charlie Crist's monumental Everglades restoration land deal with U.S. Sugar Corp. saw the odds of success improve Wednesday, when Crist named two allies and re-appointed a third to the board of the South Florida Water Management District, in advance of another crucial vote on the half-billion-dollar purchase.

Crist named Weston commercial litigation attorney Glenn Waldman and Anne "Sandy" Batchelor-Robjohns, chair and co-CEO of the Miami Beach-based Batchelor Foundation, to the nine-member board. He also re-appointed longtime environmentalist and Everglades advocate Shannon Estenez to another four-year term.

The district manages Everglades restoration for the state, as well as water supply and flood control across 16 south and central Florida counties in which it levies property taxes.

Waldman, 49, grew up in North Miami and graduated from University of Florida law school at age 22. He was the divorce attorney to former Miami Subs and SunCruz Casinos owner Konstantinos "Gus" Boulis and later represented the estate after Boulis' gangland-style killing in 2001.

In a telephone interview Wednesday, Waldman said he was "absolutely 100 percent in favor" of the U.S. Sugar deal. Aside from having donated to Crist, he described himself as "apolitical."

"I thought I would apply and put something back and contribute in a meaningful way," Waldman said.

Batchelor-Robjohns, 56, could not be reached for comment. She has served on the board of Audubon of Florida and her foundation has donated to Everglades Foundation. She is the daughter-in-law of George Batchelor, who made his fortune as an airline operator and aircraft broker.

The new members arrive just before an anticipated March 11 board vote on whether to extend the land purchase contract's closing deadline so that a legal challenge before the Florida Supreme Court can be fended off.

Crist and environmental allies say the purchase would accomplish more for the dying ecosystem than anything else in at least a decade, securing 72,500 acres of land that could be used to re-establish the historic, flowing connection between Lake Okeechobee and the southern Everglades. The district would pay for the \$536 million deal by issuing bonds and without raising taxes, Crist has pledged.

On Wednesday, Crist said he made the appointments with an eye toward the Everglades land deal.

"We're going to keep firing the canon and doing the job," Crist said.

But opponents, including 11-year district board member Mike Collins, who twice voted against the deal, have portrayed it as a taxpayer-financed bailout of a struggling sugar company.

Collins, former president of the Florida Keys Fishing Guides Association, said the appointees brought little to the table beyond a willingness to vote "yes" on U.S. Sugar.

"It would have been nice if the governor had put someone in there who was involved in water management," Collins said. "I don't know what criteria he was using, but it sounds like it was who would support the U.S. Sugar deal."

U.S. Sugar's chief rival, the politically powerful Florida Crystals Corp., owned by the Fanjuls of Palm Beach, and the Miccosukee Indian Tribe, which lives on reservation land in the Everglades, will ask the Florida Supreme Court in April to block the bond issue on grounds that the deal serves no clear public purpose.

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<http://www.palmbeachpost.com/news/crist-restocks-water-board-with-backers-of-his-279653.html>

Joseph P. Klock, Jr.
Partner
(305) 476-7111
jklock@rascoklock.com

March 5, 2010

Via Facsimile & Electronic Mail

Ms. Anne Batchelor
Mr. Glenn J. Waldman
SFWMD Governing Board, 2122
P.O. Box 24680
West Palm Beach, FL 33416-4680
(561) 682-5029 (fax)

*Re: USSC Acquisition and March 11, 2010 Governing Board Agenda
Item No. 41*

Dear Ms. Batchelor and Mr. Waldman:

We serve as counsel for Florida Crystals Corporation and its subsidiaries.

We write to you on their behalf.

As you know, the purchase United States Sugar Corp. (USSC) land by the District has been given considerable attention by the District for over a year. On March 11, 2010, the District Governing Board will take up Agenda Item No. 41, the proposed extension of the agreement for purchase of landholdings of USSC (USSC Acquisition). This is the first time that a USSC land purchase issue will come before you since your appointment.

It is widely understood that Governor Crist required support for the purchase of USSC lands as a condition of your appointment. In fact, the Governor publicly stated that each of your appointments had that condition, and

Ms. Anne Batchelor
Mr. Glenn J. Waldman
March 5, 2010
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that each of you agreed to it before being appointed. This is reflected in several quotes in various newspapers throughout the state and in a video interview of Governor Crist available on the website of the Palm Beach Post.

Your duty as a Governing Board member is to “honestly, faithfully, and impartially” perform the duties of your office. Fla. Stat. § 373.079(1). The negotiated vote extracted by the Governor makes it impossible for you to credibly claim that you can impartially review and question the information presented by District Staff on the USSC acquisition, as opposed to following the marching orders that come out of Tallahassee.

Given the inability to exercise impartial review and the “litmus test” presented and negotiated by the Governor in exchange for your new positions, we submit that you have an irreconcilable ethical conflict on any issue related to this or any other proposed acquisition of USSC property. Prior Governing Board members that had ethical conflicts abstained from any vote or discussion of the USSC matter. We expect that you will do the same in accordance with your ethical and fiduciary obligations to the constituents of the 16 counties that comprise the District. Your pledged allegiance on this particular issue to the Governor's wishes make it impossible to fulfill those obligations and therefore recusal is required.

Please confirm your commitment to recuse yourself from any discussion or vote dealing with the purchase of any USSC property by the District. If we have not received confirmation of that fact by 5:00 P.M. on Monday, March 8,

Ms. Anne Batchelor
Mr. Glenn J. Waldman
March 5, 2010
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2010, we will have no choice but to seek legal action to block your participation or vote in Item No. 41 and any other USSC property acquisition issue.

Very truly yours,

A handwritten signature in black ink, appearing to read 'JK', with a long horizontal stroke extending to the left.

Joseph P. Klock, Jr.

cc: Sheryl Wood, General Counsel (Via Fax & email: swood@sfwmd.gov)

From: Joseph Klock
Sent: Sunday, March 07, 2010 8:40 PM
To: 'Glenn J. Waldman'; Sam Poole
Cc: Wood, Sheryl
Subject: RE: South Florida Water Management District

Mr. Waldman: Thank you for copying me with your e-mail to Mr. Poole. I appreciate the fact that you have now reached out to him, but that is not the issue now. The issue is that you apparently intend to participate in discussions about and vote on U.S. Sugar property acquisition issues that may come before the Governing Board as early as this Thursday. Through all of this discussion, you have not yet addressed, or more importantly, denied our continued charge that you committed to the Governor to vote in favor of the purchase of U.S. Sugar land as a precondition to your appointment to the Governing Board.

The various reasons why you cannot meet with Mr. Poole or chat with him by telephone is not the issue. The issue is that you have pre-committed to vote a certain way because the Governor asked you to as a precondition to your appointment to the Governing Board, and you agreed to that condition. The Governor publicly disclosed that fact, for which he deserves credit, and has more than once made reference to it, as late as over this weekend. However, no amount of meetings, letters, or other communications will blunt the fact that you cannot exercise independent judgment because you bargained it away for your seat on the Board. That is the issue, and because of that, we have no choice but to pursue other remedies to prevent your participation in these issues. Joe Klock

From: Glenn J. Waldman [mailto:GWaldman@waldmanlawfirm.com]
Sent: Saturday, March 06, 2010 8:21 AM
To: Sam Poole
Cc: Wood, Sheryl; Wehle, Carol; Joseph Klock
Subject: RE: South Florida Water Management District

Sam:

I apologize for the slight delay in responding to your e-mail from 2 days ago; however, I have been out of the office attending to my various clients' legal matters.

Unfortunately, I do not have time to meet with you in person before I must travel to the SFWMD meeting this coming Wednesday morning. I am more than willing to speak with you on the telephone prior to then in order that we can become acquainted and for you to express your personal views on the USSC acquisition transaction, and those views you are advocating on behalf of your clients, including Florida Crystals Corporation. Please ask for my assistant, Michelle Waller, on Monday morning so that we can schedule a telephone call on Monday afternoon or Tuesday.

I also want to reassure you that I am actively immersed in studying the USSC acquisition transaction documents and the environmental and financial support for and against it. You are aware, no doubt, that the SFWMD's discussion agenda item no. 41 scheduled for this Thursday, March 11th only relates to the consideration of an extension to the Certificates of

Participation validation deadline contained within the Amended and Restated Agreement for Sale and Purchase -- not the possible modification, final approval or closure of that acquisition transaction. While certain limited public comments of mine and of Governor Crist reflected my support, generally, of any acquisition of lands which may benefit ecosystems within the SFWMD and Everglades restoration, those comments should not be construed to indicate a "rubber stamp" of this particular transaction. I am, and will remain, open and independently minded on this and all other matters coming before the Governing Board during my tenure.

I look forward to speaking with you and, thereafter, meeting with you in person.

I have copied Mr. Klock on this e-mail inasmuch as he sent me an e-mail very late last night referring to my communications with you.

Sincerely,

Glenn J. Waldman

From: Sam Poole [mailto:SPoole@bergersingerman.com]
Sent: Thursday, March 04, 2010 9:51 PM
To: Glenn J. Waldman
Cc: Wood, Sheryl G. Esq.; cwehle@sfwmd.gov
Subject: South Florida Water Management District

Glenn,

I appreciate your desire to first understand a situation in order to avoid creating problems with a matter in litigation. I do represent Florida Crystals Corporation in connection with the the proposed purchase of the US Sugar Corporation lands, but neither I nor my law firm are involved in the administrative proceedings or the litigation challenging the transaction. I requested a meeting with you after reading the Palm Beach Post story on your appointment that quoted you stating you were 100% for the U S Sugar acquisition. As you know, the Governing Board will vote on whether to extend the purchase and sale agreement at its meeting next week. I know that the extraordinary staff of the District is immersing you in the mission and activities of the District, giving you an appreciation of the importance and complexity of water management. The purpose of my request for a meeting with you prior to the Board meeting is to provide you with information and a perspective you may not be aware of, for you to consider when casting your vote on this very important issue. I would appreciate the opportunity to meet with you for 45 minutes sometime prior to the Board meeting, and would be happy to do so with General Counsel Sheryl Wood and / or Carol Wehle present in person or by conference call. Thank you for your consideration.

Sam Poole

BIO



BERGER SINGERMAN

GIVING BACK, MOVING FORWARD

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From: Joseph Klock
Sent: Friday, March 05, 2010 11:23 PM
To: 'Glenn J. Waldman'
Cc: swood@sfwmd.gov
Subject: RE: USSC Acquisition and March 11, 2010 Governing Board Agenda Item No. 41

Mr. Waldman: Thank you for your speedy reply. With the greatest respect, we are not interested in sparring with you over issues with which you ought not be dealing. Governor Crist has publically stated that he extracted, as a pre-condition of your appointment, your promise to support the U.S. Sugar deal. Because of that, we have sought to have you disqualify yourself. I find it hard to believe that the Governor would make a false statement about such an important matter. I also note that you have not denied it.

Our request that you disqualify yourself from all matters having to do with the acquisition of U.S. Sugar land by the District stands. If this is your final response, we will proceed with our other alternatives, which certainly makes more sense than providing information to an individual whose very seat on the Governing Board came at the price articulated by Governor Crist. In addition, I am surprised at the suggestion of dialogue after you have refused to sit down with our representative, Sam Poole, to discuss the issues. Joe Klock

From: Glenn J. Waldman [mailto:GWaldman@waldmanlawfirm.com]
Sent: Friday, March 05, 2010 7:22 PM
To: Joseph Klock
Cc: swood@sfwmd.gov; Odalys Gonzalez
Subject: FW: USSC Acquisition and March 11, 2010 Governing Board Agenda Item No. 41

Dear Mr. Klock.

Thank you for your attached correspondence; however, it is factually incorrect in several material respects. If you wish to present me with any serious opposing view points as they relate to the USSC acquisition transaction, I will read and consider them prior to the March 11th meeting.

I look forward to your further correspondence..

Sincerely,

Glenn J. Waldman, Esq.
Waldman Trigoboff Hildebrandt Marx & Calnan, P.A.

From: Odalys Gonzalez [mailto:ogonzalez@rascoklock.com]
Sent: Fri 3/5/2010 5:53 PM
To: swood@sfwmd.gov; Glenn J. Waldman
Subject: USSC Acquisition and March 11, 2010 Governing Board Agenda Item No. 41

Please see attached letter dated this day.

Odalys Gonzalez
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