

MINUTES OF MEETING
SANDMINE ROAD
COMMUNITY DEVELOPMENT DISTRICT

The Organizational meeting of the Board of Supervisors of the Sandmine Road Community Development District was held Thursday, April 16, 2020 at 2:00 p.m. via Zoom Video Conferencing, pursuant to Executive Orders 20-52, 20-69 and 20-91 (as extended by Executive Order 20-112) issued by Governor DeSantis on March 9, 2020, March 20, 2020, April 1, 2020, and April 29, 2020 respectively, and pursuant to Section 120.54(5)(b)2., *Florida Statutes*.

Present and constituting a quorum were:

Doug Hoffman	Chairman
Wesley Hunt	Vice Chairman
Amy Steiger	Assistant Secretary
Aaron Struckmeyer	Assistant Secretary
Eric Baker	Assistant Secretary

Also present were:

George Flint	District Manager
Tucker Mackie	District Counsel
Emma Gregory	District Counsel
Broc Althafer	Interim District Engineer

FIRST ORDER OF BUSINESS

Introduction

A. Call to Order

Mr. Flint called the meeting to order and called the roll. All five Board Members were present via Zoom teleconference constituting a quorum.

B. Public Comment Period

There were no members of the public present for the meeting. Mr. Flint noted that they are operating under the remote meeting emergency order by the Governor. He noted that they ran a notice in the paper that advised any members of the public on how they could participate if they chose to. He stated that they did not receive any questions or contacts from any members of the public in the Zoom link to participate in this meeting.

C. Oath of Office

Mr. Flint stated he had received the oaths of office from all five Board Members in advance of the meeting.

SECOND ORDER OF BUSINESS Organizational Matters

A. Confirmation of Notice of Meeting

This meeting was advertised in the newspaper contemplating it would be a remote meeting through Zoom. The notice is included in the agenda package.

B. Information on Community Development Districts and Public Official Responsibilities and Florida Statutes Chapter 190

Mr. Flint stated that everybody on the Board is familiar with Community Development Districts and has likely served as a Board Member at other Districts. Mr. Flint asked Ms. Mackie to go through the Sunshine Law and Public Records. Ms. Mackie reviewed the obligation to comply with Florida Sunshine Law which prohibits conversation with one another about matters that could come before the Board outside of a publicly noticed meeting. They may have conversation with District staff, but not one another. If the Board Members have questions, they are asked to contact Mr. Flint or Ms. Mackie. This would include direct text messages, Facebook, etc. She reminded Board Members to keep documents separate and apart from work-related materials in the case that a public request is received they can comply quickly.

C. Election of Officers

1. Consideration of Resolution 2020-01 Appointing Officers

Mr. Flint stated the Board had been provided with Resolution 2020-01 Electing officers. The Chair and Vice Chair have to be Board Members, the other officers can be Board Members or not, they are not required to be. Typically, the Chair and Vice-Chair would be Board Members and the other three are usually designated as Assistant Secretaries. The District Manager will be Secretary, and the District Accountant is Treasurer. He reminded the Board they could deviate from that if they chose too. The Board chose to do one motion with a slate of officers. Mr. Flint also reminded the Board that another election would be held within 90 days of formation and they could make changes at that time. The officers were as follows: Mr. Hoffman as Chairman, Mr.

Hunt as Vice-Chairman, Mr. Flint as Secretary, Ms. Steiger, Mr. Struckmeyer, and Mr. Baker as Assistant Secretaries, and Mr. Lovera as Treasurer.

On MOTION by Mr. Huffman, seconded by Mr. Hunt, with all in favor, Resolution 2020-01 Appointing Officers, Mr. Hoffman as Chairman, Mr. Hunt as Vice-Chairman, Ms. Steiger, Mr. Struckmeyer and Mr. Baker as Assistant Secretaries, Mr. Flint as Secretary and Mr. Lovera as Treasurer, was approved.

THIRD ORDER OF BUSINESS

Retention of District Staff

A. Consideration of Contract for District Management Services

1. Consideration of Resolution 2020-02 Appointing District Manager

Mr. Flint stated that this is a standard agreement and describes the scope of work and included is the fees listed as Exhibit A. Mr. Flint stated this outlines the fees previously discussed and are consistent with other Districts.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, Resolution 2020-02 Appointing GMS as the District Manager, was approved.

B. Consideration of Agreement for District Counsel Services

2. Consideration of Resolution 2020-03 Appointing District Counsel

Mr. Flint stated that the engagement letter has been included in the agenda package. Ms. Mackie reviewed the charges for services.

On MOTION by Mr. Hunt, seconded by Mr. Hoffman, with all in favor, Resolution 2020-03 Appointing District Counsel, was approved.

C. Consideration of Resolution 2020-04 Selection of Registered Agent and Office

Mr. Flint stated that the District Agent would be himself and the office in Orlando as the registered office. This is for purposes of primarily official communication from the state, or if litigation was filed it would be sent to the registered agent.

On MOTION by Mr. Hunt, seconded by Mr. Hoffman, with all in favor Resolution 2020-04 Selecting Mr. Flint as the Registered Agent and the GMS-CF, LLC office at 219 East Livingston Street, Orlando, Florida 32801 as the Registered Office, was approved.

D. Consideration of Resolution 2020-05 Appointing Interim District Engineer

Mr. Flint stated this would require the District to issue an RFQ for these services. This is handled by initially appointing an Interim District Engineer. This Resolution names Osceola Engineering as the Interim District Engineer. The resolution is Exhibit A included in the packet.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, Resolution 2020-05 Appointing Osceola Engineering as the Interim District Engineer, was approved.

E. Consideration of Interim District Engineering Agreement

Mr. Flint stated this agreement included in the agenda packet is for Interim District Engineering services, naming Osceola Engineering as the Interim District Manager. The fee sheet was attached.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, the Interim District Engineer Agreement with Osceola Engineering, was approved.

F. Request Authorization to Issue RFQ for Engineering Services

Mr. Flint stated this would authorize staff to issue and RFQ.

On MOTION by Mr. Hunt, seconded by Mr. Hoffman, with all in favor, Authorization of Staff to Issue an RFQ for Engineering Services, was approved.

FOURTH ORDER OF BUSINESS

Designation of Meetings and Hearing Dates

A. Consideration of Resolution 2020-06 Designation of Regular Monthly Meeting Date, Time and Location for Fiscal Year 2020

Mr. Flint suggested the third Thursday of the month at 2:00 p.m. for the regular monthly meeting. Mr. Flint stated that initially they would be announced as remote meetings and then down

the road they would announce a location. There would be some adjustments for the future public meetings and the upcoming Landowner meetings especially for the required public notice in regard to location.

On MOTION by Mr. Hoffman, seconded by Mr. Struckmeyer, with all in favor, Resolution 2020-06 Designating the Regular Monthly Board Meetings for the Third Thursday of the Month at 2:00 p.m., was approved.

B. Consideration of Resolution 2020-07 Designation of Landowner's Meeting Date, Time and Location

Mr. Flint suggested the construction trailer/school address for the Landowner Election. Ms. Mackie stated that when they running the advertisement once they get confirmation on that location and the Resolution would state TBD. Mr. Flint suggested the third Thursday May 21st at 2:00 for the date and time. Mr. Flint confirmed that at least three members of the Board needed to be present to make a quorum.

On MOTION by Mr. Hunt, seconded by Mr. Struckmeyer, with all in favor, Resolution 2020-07 Designating the Landowner's Meeting for May 21, 2020 at 2:00 p.m. with the location TBD, was approved.

C. Designation of Date of Public Hearing to Adopt Rules of Procedure in accordance with Section 120.54, Florida Statutes

1. Consideration of Resolution 2020-08 Setting a Public Hearing to Consider the Proposed Rules of the District

Mr. Flint stated the proposed rules and procedures are included in your package. Mr. Flint noted that this required a notice. The recommended date was for the June meeting which would give them 60 days to take care of the notice requirements. This would be June 18, 2020 at 2:00 p.m., which would be the regular monthly meeting. The location will be TBD.

On MOTION by Mr. Struckmeyer, seconded by Mr. Hunt, with all in favor, Resolution 2020-08 Setting a Public Hearing to Adopt the Rules of Procedure for June 18, 2020 at 2:00, with the location TBD, was approved.

D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2020 & 2021

1. Consideration of Resolution 2020-09 Setting the Public Hearing and Approving the Proposed Budgets for Fiscal Years 2020 & 2021

Mr. Flint asked Counsel about the deadline for the 2021 budget. Ms. Mackie asked about if the 2021 proposed budget was in the materials today. Mr. Flint clarified that both the 2020 and 2021 budgets were in the exhibits so they would make the June 15th deadline. Mr. Flint noted that the budget can change between now and the public hearing to adopt it in its final form. It covers both the current fiscal year, FY 20, which is a prorated budget which will carry through September 30th. The FY 21 budget starts on October 1. This approves the proposed budget and sets a hearing for its final adoption. This contemplates the District would enter into a Developer Funding Agreement. So there is no assessments that would be put in place at this point. The Developer would only be responsible for the actual cost incurred, up to the amount in the budget.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, Resolution 2020-09 Setting the Public Hearing for July 16, 2020 at 2:00 and Approving the Proposed Budgets for Fiscal Years 2020 & 2021, was approved.

2. Approval of the Fiscal Year 2020 Budget Funding Agreement

Mr. Flint presented Resolution 2020-09 and noted that a copy of the proposed budget was in the agenda package.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, the Fiscal Year 2020 Budget Funding Agreement, was approved.

E. Resolution 2020-10 Setting Date of Public Hearing Expressing the District's Intent to Utilize the Uniform Method of Levying, Collecting and Enforcing Non-Ad-Valorem Assessments in accordance with Section 197.3632, Florida Statutes

Mr. Flint stated this public hearing would allow the District to use the tax bill to collect the operation maintenance and debt services assessments. He noted that they like to get this done earlier so when bonds are issued this is already taken care of and in place. All the Board is doing

today is setting the public hearing, which needs to be at least 30 days out. Mr. Flint suggested the June meeting for the Public Hearing.

On MOTION by Ms. Steiger, seconded by Mr. Baker, with all in favor, the Resolution 2020-10 Setting Date of Public Hearing for June 18th, 2020 at 2:00 Expressing the District's Intent to Utilize the Uniform method of Levying, Collecting and Enforcing non-Ad-Valorem Assessments in accordance with Section 197.3632, Florida Statutes for June, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Consideration of Resolution 2020-11 Designating a Qualified Public Depository

Mr. Flint recommended approving SunTrust Bank as the district's public depository.

On MOTION by Mr. Hunt, seconded by Mr. Hoffman, with all in favor, Resolution 2020-11 Designating SunTrust Bank as the District Depository, was approved.

B. Consideration of Resolution 2020-12 Authorization of Bank Account Signatories

Mr. Flint asked that the signatories be George Flint and Mr. Lovera as signers for the District allowing them to sign checks and process invoices.

On MOTION by Mr. Hunt, seconded by Mr. Hoffman, with all in favor, Resolution 2020-12 Authorizing George Flint and Aerial Lovera as Bank Account Signatories, was approved.

C. Consideration of Resolution 2020-13 Relating to Defense of Board Members

Mr. Flint noted that this resolution will allow the District to provide legal support to Board Members and staff outlined in the resolution when acting in their capacity as Board Members.

On MOTION by Mr. Hunt, seconded by Mr. Baker, with all in favor Resolution 2020-13 Relating to Defense of Board Members, was approved.

D. Consideration of Resolution 2020-14 Authorizing District Counsel to Record In the Property Records of Polk County the “Notice of Establishment” in accordance with Chapter 190.0485, Florida Statutes

1. Notice of Establishment

Mr. Flint stated Resolution 2020-14 is in the Board package for review and it authorizes District Counsel to record the notice of establishment in the County.

On MOTION by Mr. Struckmeyer, seconded by Mr. Hunt, with all in favor, Resolution 2020-14 Authorizing District Counsel to Record in the Property Records of Polk County the Notice of Establishment in Accordance with Chapter 190.0485, Florida Statutes, was approved.

E. Consideration of Resolution 2020-15 Adopting Investment Guidelines

Mr. Flint stated the statute requires the Board to adopt an investment policy that outlines the four options if there are excess funds to invest. The District has the option to develop its own policy or default to the Alternative Investment Policy. Mr. Flint recommended the Board adopt the Alternative Investment Guidelines. 1A-D specifies the types of investments that are allowed. It includes any local surplus trust fund, SEC money markets, interest bearing, time deposits or savings accounts. These are very conservative investments the District would be allowed to invest.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, Resolution 2020-15 Adopting Alternative Investment Guidelines was approved.

F. Consideration of Resolution 2020-16 Authorizing Execution of Public Depositor Report

Mr. Flint stated this resolution would authorize the District Manager or Treasurer to execute and file the public depositor report.

On MOTION by Ms. Hunt, seconded by Mr. Baker, with all in favor, Resolution 2020-16 Authorizing Execution of Public Depositor Report, was approved.

G. Consideration of Resolution 2020-17 Designating a Policy for Public Comment

Mr. Flint stated this outlines a public comment policy, speaking time limits, and how to deal with procedures if they have members of the public present. A few years ago there was some statutory changes that specified the types of procedures the District had to follow in regard to public comment. Primarily, the Board is required to take public comment before they vote on any specific item. This resolution lays out the procedure that the District would follow in regard to its agenda and taking public comment. It also includes a Public Decorum Policy which specifies the rules the public need to follow when providing comment.

On MOTION by Mr. Hunt, seconded by Mr. Baker, with all in favor, Resolution 2020-17 Designating a Policy for Public Comment, was approved.

H. Consideration of Resolution 2020-18 Adopting a Travel and Reimbursement Policy

Mr. Flint stated this is in line with Florida State Statutes on the fees and rates at which they can reimburse. Exhibit 'A' is the Travel Policy. Mr. Flint noted that his does not apply to your consultants.

On MOTION by Ms. Steiger, seconded by Mr. Hoffman, with all in favor, Resolution 2020-18 Adopting a Travel and Reimbursement Policy, was approved.

I. Consideration of Resolution 2020-19 Adopting Prompt Payment Policy

Mr. Flint presented Resolution 2020-19 and noted that it is in line with Florida Statutes to timely pay vendors and contractors that provide services to the District. Ms. Mackie stated that they are required to comply with Florida's policies with respects to prompt payment as it relates to various contracts that the District may undertake. In light of the fact that this District would likely be requiring most of the infrastructure directly from Pulte, it may not relate so much to this District with respect to construction services but would still apply to various agreements.

On MOTION by Mr. Hunt, seconded by Mr. Hoffman, with all in favor, Resolution 2020-19 Adopting Prompt Payment Policy, was approved.

J. Consideration of Resolution 2020-20 Adopting a Records Retention Policy

Mr. Flint stated that Resolution 2020-20 has a memo from District Counsel laying out two options. Option 1 would be to adopt a modified state schedule of Record Retention Policy, or Option 2 would be to keep all records. There are resolutions depending on which Option the Board chooses. Mr. Flint noted that their recommendation for new Districts that the Board adopt Option 2. If they later want to adopt a more specific policy they have that option.

On MOTION by Mr. Hoffman, seconded by Mr. Baker, with all in favor Resolution 2020-20 Adopting Records Retention Policy Option #2, was approved.

K. Consideration of Compensation to Board Members

Mr. Flint stated under Chapter 190 Board Members are entitled to compensation of \$200. We would like to get on the record whether the Board Members accept or reject this compensation. Mr. Hoffman responded for all Board Members they would not take compensation.

L. Resolution 2020-21 Selecting District Records Office Within Polk County

Mr. Flint recommended they defer action on this item, and it can be brought back with a specific location in Polk County.

M. Resolution 2020-22 Designating the Primary Administrative Office and Principal Headquarters of the District

Mr. Flint stated the primary Administrative Office would be his office in Orlando at 219 E. Livingston, Orlando, FL. The Principal Headquarters office will the current office, at 346 E. Central Ave. Winter Haven, FL.

On MOTION by Ms. Hunt, seconded by Mr. Hoffman, with all in favor, Resolution 2020-22 Designating the Primary Administrative Office as 219 E. Livingston, Orlando, FL and the Principal Headquarters of the District as 346 E. Central Ave. Winter Haven, FL, was approved.

N. Consideration of Website Services Agreement

Mr. Flint stated that they now enter into this agreement with third party website developers as a result of recent litigation in the last 24 months regarding ADA compliance of websites. Prior

to that time they developed the websites for the Districts. This agreement would be entered into with VGlobal Tech. He noted that they have a lot of Districts and negotiated a lower fee based on volume.

On MOTION by Mr. Struckmeyer, seconded by Mr. Hoffman, with all in favor, the Website Services Agreement with VGlobalTech, was approved.

O. Authorization to Prepare Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date of August 1st in Polk County

Mr. Flint stated Chapter 189 of the Florida Statutes requires the District to prepare a Public Facilities Report and file it with the County. This authorizes staff to prepare that report.

On MOTION by Mr. Hunt, seconded by Mr. Baker, with all in favor, the Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date in Polk County, was approved.

P. Consideration of Resolution 2020-23 Authorizing Chairperson to Execute Plates, Permits and Conveyances

Mr. Flint stated that this allows staff to execute so that they do not get held up on executing these documents. They would be brought back on subsequent agenda for ratification by the Board. This gives the Board flexibility to sign those documents.

On MOTION by Mr. Hunt, seconded by Mr. Baker, with all in favor, the Resolution 2020-23 Authorizing Chairperson to Execute Plates, Permits and Conveyances, was approved.

SIXTH ORDER OF BUSINESS

Capital Improvements

A. Appointment of the Financing Team

1. Bond Counsel

Mr. Flint stated that the Engagement Letter is included in the agenda package from Greenberg Traurig (Steve Sanford) to provide Bond Counsel services. His fee is paid out of the Cost of Issuance Account from the proceeds of the bonds. The amount is indicated in the letter.

Mr. Sanford joined the meeting for any questions from the Board. He stated his fee was contingent on a successful bond issue. It does not come out of the General Fund of the issuant.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, the Agreement with Greenburg Traurig to Serve as Bond Counsel, was approved.

2. Underwriter

Mr. Flint presented the agreement with FMS Bonds for underwriting services. Mr. Flint stated their G17 Disclosure is also included in the agenda package for review. The underwriter gets paid out of an Underwriter's discount which is the indicated percentage associated with their fee.

On MOTION by Mr. Struckmeyer, seconded by Mr. Hunt, with all in favor, the Agreement with FMS Bonds, was approved.

3. Assessment Administrator

Mr. Flint stated this was covered in GMS's management contract, no motion was needed since it was already approved.

4. Trustee

Mr. Flint stated they have an agreement from US Bank to serve as the Trustee. This was in line with what is seen in other districts.

On MOTION by Mr. Hunt, seconded by Mr. Baker, with all in favor, the Proposal from US Bank to serve as the Trustee, was approved.

B. Approval of Bond Financing Team Funding Agreement

Mr. Flint stated Mr. Tucker sent this in advance of the meeting. This is consistent with what you've seen in the past and with other Districts managed by GMS. The only time this would come into play is if the Board goes through the process of issuing bonds and for some reason the District decides not to follow through. Some of the professionals would be paid regardless. The Engineer and Counsel would be compensated regardless.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, the Bond Financing Team Funding Agreement, was approved.

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Master Engineer's Report

Mr. Flint stated this report was dated April 16, 2020. Ms. Mackie stated the lien over the property was being limited to Phase 1 initially. The report included the Master Engineer's Report for the entirety of the CIP, note that the Master Assessment Methodology Report prepared by Mr. Flint only allocates the Phase 1 costs over the Phase 1 lands. Ms. Mackie stated that they are anxious to start the process with the Public Hearings, and Pulte is moving fast to get lots under contract with homebuyers. In reviewing it, she noted that they will begin the process of clearing the special assessments and setting a Public Hearing at which time the reports will come back before the Board with any changes requested by the Board reflected on that date for final approval.

Mr. Althafer reviewed the report. He explained in the first section of the Engineer's report it give the general overview of the project, where it is located, what the improvements are, the description of the land. The next section is the status of permitting and it list all the required permits for land development for each of the assessment areas or each of the Phases. Next section describes the benefits of the improvements. The next section is a high-level description of the infrastructure improvement. After that is more detail about what the improvements are. They are the storm water management system, that includes retaining wall, curbs, storm water collection and conveyance systems as well as construction of the storm water ponds. Next is the portable water distribution system. That is the underground mains that supply water to the sites, and it has sanitary sewer and collect conveyance system that include the sewer man holes the sewer, and two lift stations that are to be constructed on-site. Next is the reclaimed system, and that is the piping that supplies irrigation water to the project. Next is the off-state roadway improvement. This is construction of Sandmine Road from the current all the way to the end of the county line. Then there are landscape irrigation and hard scape improvements . These are generally along the front of the site adjacent to Sandmine Road. There are professional and inspection fees for the surveyor, engineer, and attorneys. Next is the construction schedule, which gives a general idea of when the project is expected to begin and complete. Next is ownership and maintenance which describes ultimately who is going to be responsible for maintaining the improvements. Next is the estimate of improvement cost, which gives a breakdown of each of the systems that are described by venues

and what the anticipated costs for each of those are. You can see the total for Phase 1 is just over \$8.5 million. The total for Phase 2 is just over \$9.4 million. That is the high-level overview.

B. Consideration of Master Assessment Methodology Report

Mr. Flint stated the Methodology Report is just for what they call Assessment Area 1. Assessment Area 1 corresponds to what Broc was referring to as Phase 1 in his report. They are only proposing to go through the assessment process and put a lien on Assessment Area 1. Mr. Flint referred to the tables attached on page 9 and 10. Table 1 is the Development plan, which shows that there is a mix of townhomes single family 40' and single family 50' units. This totals 306. Table 2 is the capital improvement plan for Phase 1 referred to in the Master Engineer's Report which shows \$8.6 million. Table 3 is the bond sizing, which takes the estimated construction costs and includes a debt service reserve of one year's max single debt. There is the underwriter's discount of 2%, estimated cost of issuance of \$180,000 and then contingency which results in a par amount of \$11.2 million. Table 4 shows the allocation of benefit based on the amount of improvements per product type. Table 5 shows the par debt per product type. Table 6, if they were to fully fund all of the improvements identified for Phase 1 in Broc's report which shows what the per unit on debt service assessment levels would be. Table 7 is the preliminary assessment roll. This is a master methodology and when they go to issue bonds, a supplemental methodology will be prepared. This will tie to target assessment roll that they would actually charge. This master is giving the Board flexibility to fund all improvements.

C. Consideration of Resolution 2020-24 Declaring Special Assessments

Mr. Flint stated 2020-24 declares the District's intent to levy special assessments. They have the Engineer's Report and Master Methodology for Assessment Area 1 attached to this Resolution. The blanks will be filled out in accordance with the amounts.

On MOTION by Mr. Baker, seconded by Mr. Hunt, with all in favor, the Resolution 2020-24 Declaring Special Assessments, was approved.

D. Consideration of Resolution 2020-25 Setting a Public Hearing for Special Assessments

Mr. Flint stated this sets the Public Hearing for the Board to take action in imposing the assessments. This needs to be at least 30 days out. The May meeting is too soon, and the June may be too far out. Mr. Flint asked how close they are wanting the lien in place. It was stated that June would be fine. They are selling units, but they are based on estimated assessments, but they won't be closing any units until August at the soonest. Mr. Flint suggested the June 18th meeting date, and he would insert that into the Resolution. Ms. Mackie stated it should be the location at the construction trailer with the physical address TBD.

On MOTION by Mr. Hoffman, seconded by Mr. Hunt, with all in favor, the Resolution 2020-25 Setting a Public Hearing for Special Assessments for June 18, 2020 at 2:00 p.m. with location TBD, was approved.

E. Consideration of Resolution 2020-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Mr. Flint stated that Mr. Steve Stanford (Greenburg Traurig) serving as Bond Counsel, would present the Resolution. Mr. Stanford stated that all bonds issued by the CDD that have a maturity of more than 5 years has to be validated by the Circuit Court. In order to complete that process the District has to authorize the bonds they want validated and demonstrate what the purpose is. This is the first Resolution of two principal resolutions that will be used for the issuance of the bonds. This authorizes up to \$25,000 of special assessment bonds to be issued in one or more series. This is for the whole District, I realize that the first issuance will only be for Phase 1 or Assessment area 1, but we don't won't to have to go back into the court for every phase, so we are authorizing an amount that should work for everything that Broc has estimated for in his report. This resolution describes what that public infrastructure will be for the District. It also asks the Board to approve certain documents that would be used in connection with the issuance of the bonds. The first is a master trust indenture that would be between the District and the US Bank as the Trustee. That is the governing body for all series of bonds that the District will issue. It sets forth the rights and remedies of the bond holders, the security for the bond holders, but it doesn't have any specificity. The next documents is supplemental indenture. Every series of bonds will have its own supplemental indenture which would set forth the terms of the bonds, the interest rates, the redemption provisions, and the exhibits are really forms, but it's necessary to get the court in the validation proceeding to bless that. Lastly, this resolution will actually authorize the

validation of the bonds which is a process that will take about 45 days to get the hearing, maybe longer, and then after the bonds are validated there's a 30 day appeal period. The Board can project out when they think they might be ready to issue bonds. Mr. Sandford asked about when they were going to file for validation sooner than getting the assessments all completed or we going to wait. Ms. Mackie suggested they would go ahead and file as quickly as we can. Most likely the soonest we will get a hearing date will be sometime in June.

On MOTION by Ms. Hunt, seconded by Mr. Struckmeyer, with all in favor, Resolution 2020-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved.

F. Consideration of Acquisition Agreement - ADDED

Mr. Flint asked that Ms. Mackie review the Acquisition Agreement. Ms. Mackie stated that Phase 1 improvements are nearing completion if not in May, in June. While this is typically a document that we approve in connection with the actual financing of a District's Construction project, we need to go ahead and consider this agreement now. Basically, this document sets forth the process by which the District will review request for improvements to be acquired by the District. That includes improvements, real property and work product that by your Engineering folks, or surveying folks for landscape architects. It provides for what the District will need in order to process that requisition. We need to do this now, while the District is anticipated to be the owner and operator of some of the improvements described in Broc's report, a good many of them will be conveyed over to other local governments or utilities for operation and maintenance. Before that happens the District needs to own them for 5 minutes or less to be able to spend bond proceeds on them. We need to ensure this agreement is approved and after an approval, I will ask the Board to consider the Acquisition of the Phase 1 improvements in a not to exceed amount so that we can go ahead and approve that and have the Board ratify the executed documents at a later date, later Board meeting.

On MOTION by Mr. Hoffman, seconded by Mr. Struckmeyer, with all in favor, the Acquisition Agreement, was approved.

Following the motion, Ms. Mackie asked the Board to approve the Acquisition of Phase 1 at a not to exceed amount of \$8.6 million.

On MOTION by Mr. Hoffman, seconded by Mr. Baker, with all in favor, the Acquisition Agreement for Phase 1 not to exceed amount of \$8.6 million, was approved.

Ms. Mackie then stated after the motion that some of these improvements will be ready for conveyance and by other entities by mid to the end of May. She stated that they were beginning the process of preparing all of the documentation that will be required as listed out in the Acquisition Agreement. The thought is a call will be scheduled between Broc, Ms. Mackie, George and Amy within the next few days to go over the process to make sure they are getting everything in order and understanding what we will need from Pulte to finalize the Acquisition.

EIGHTH ORDER OF BUSINESS

Other Business

A. Staff Reports

1. Attorney

Ms. Mackie stated she had nothing further.

2. Manager

There being none, the next item following.

B. Supervisors Requests

There being none, the next item followed.

C. Approval of Funding Request No. 1

Mr. Flint asked for approval of Funding Request # 1 which allows them to open the Bank account, buy the insurance, and obtain general liability insurance. This pays for some legal advertising and the agreement with VGlobal Tech for the website. This totals \$15,275. This amount is all the public hearings actually the amount that's in there for advertising is low, and the actual cost will be higher than that.

On MOTION by Mr. Hoffman, seconded by Mr. Baker, with all in favor, the Funding Request No. 1 for \$15,275 was approved.

NINTH ORDER OF BUSINESS

Adjournment

Mr. Flint adjourned the meeting at 3:11 p.m.

On MOTION by Mr. Hunt, seconded by Mr. Baker, with all in favor, the meeting was adjourned at 3:11 p.m.


Secretary/Assistant Secretary


Chairman/Vice Chairman