

**MINUTES OF MEETING  
LAKE FLORES  
COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of the Lake Flores Community Development District was held on January 24, 2022 at 11:00 A.M., at Holiday Inn Express & Suites Bradenton East - Lakewood Ranch, 5464 Lena Rd, Lakewood Ranch, Florida 34211.

**Present at the meeting were:**

Gary Walker	Chair
David Brasher	Vice Chair
Krystal Parsons	Assistant Secretary
Walter Preston (via telephone)	Assistant Secretary

**Also present were:**

Craig Wrathell	District Manager
Pfil Hunt (via telephone)	Wrathell, Hunt and Associates, LLC
Kristen Suit	Wrathell, Hunt and Associates, LLC
Jere Earlywine (via telephone)	District Counsel
Meredith Hammock	KE Law Group, PLLC
Jeb Mulock	District Engineer
Steve Sanford (via telephone)	Greenberg Traurig, P.A.
Miles "Ed" Hill	Developer Representative
Whiting Preston	Landowner - Cortez 75W Investors, LLC
Reggie Tisdale (via telephone)	Supervisor Appointee

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Wrathell called the meeting to order at 11:03 a.m. He stated this is the first meeting of the Lake Flores CDD, which was established by Manatee County on January 13, 2022. The five initial Board Members identified the petition to establish the CDD were Mr. Gary Walker, Mr. David Brasher, Mr. Miles "Edward" Hill, Ms. Krystal Parsons and Mr. Walter Preston.

Mr. Hill stated he decided to decline appointment to the Board.

**SECOND ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**GENERAL DISTRICT ITEMS**

**THIRD ORDER OF BUSINESS**

**Administration of Oath of Office to Initial Board of Supervisors *(the following will also be provided in a separate package)***

Mr. Wrathell stated that Mr. Preston could not be sworn in today because there was no notary present at his location and, although he cannot vote, he could listen to the meeting.

Mr. Wrathell, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Walker, Mr. Brasher and Ms. Parsons.

Supervisors Walker, Brasher and Parsons were present, in person. Mr. Preston was attending via telephone. One seat was vacant.

Mr. Wrathell and Mr. Earlywine provided and explained the following items:

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Chapter 190, Florida Statutes**
- D. Financial Disclosure Forms**
  - I. Form 1: Statement of Financial Interests**
  - II. Form 1X: Amendment to Form 1, Statement of Financial Interests**
  - III. Form 1F: Final Statement of Financial Interests**
- E. Form 8B: Memorandum of Voting Conflict**

Mr. Wrathell reviewed the guidelines for interactions among Supervisors, emails and avoiding conflicts of interest.

Mr. Earlywine recommended that all Supervisors submit an initial Form 8B to disclose the continuing conflict present with Landowner representatives serving on the Board and eliminate the need to declare a conflict at every vote. He stated that, given that all Board Members are affiliated with the Landowner in some capacity, each Supervisor's completed Form 8B can be kept on file and available to be attached to future meeting minutes should there be a voting conflict.

Mr. Wrathell reviewed guidelines for recordkeeping, public records requests, use of CDD email addresses and completion and timely submission of forms.

Ms. Hammock discussed the ethics laws and stated they include both prohibitions and disclosures. Prohibitions include use of a public office for one’s own private gain or benefit, lobbying the CDD within two years of leaving office, accepting or soliciting a gift in exchange for a vote. She encouraged the Board Members to contact her office with any questions or concerns.

Mr. Wrathell stated he would forward the packet to Mr. Preston and the Oath of Office would be administered at the next meeting following the Landowners’ Election and forms would be submitted at that time.

**FOURTH ORDER OF BUSINESS**

**Consideration of Resolution 2022-01, Designating Certain Officers of the District, and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2022-01. Mr. Walker nominated the following slate of officers:

Chair	Gary Walker
Vice Chair	David Brasher
Secretary	Craig Wrathell
Assistant Secretary	Krystal Parsons
Assistant Secretary	Walter Preston
Assistant Secretary	Vacant
Assistant Secretary	Cindy Cerbone
Assistant Secretary	Kristen Suit
Treasurer	Craig Wrathell
Assistant Treasurer	Jeff Pinder

No other nominations were made.

**On MOTION by Mr. Brasher and seconded by Ms. Parsons, with all in favor, Resolution 2022-01, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.**

**FIFTH ORDER OF BUSINESS**

**Consideration of Resolution 2022-02, Designating a Date, Time, and Location for Landowners’ Meeting of the District, and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2022-02. Discussion ensued regarding upcoming meeting dates and agenda items. The consensus was that today’s meeting would be continued to February 7, 2022 so that documents may be approved in substantial form. The Landowners’ Election would be scheduled approximately 45 days later, in late March.

▪ **Declaring Seat Declined by Mr. Miles “Ed” Hill Vacant**

**This item was an addition to the agenda.**

Declaring the Seat declined by Mr. Hill vacant so that Mr. Tisdale may be appointed to fill the vacant seat was discussed.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, declaring a vacancy on the Board of Supervisors of the District, was approved.**

▪ **Consider Appointment to Vacant Seat**

**This item was an addition to the agenda.**

Mr. Walker nominated Mr. Reginald “Reggie” Tisdale to fill the vacant seat.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the appointment of Mr. Reginald Tisdale to the vacant Seat, was approved.**

Mr. Wrathell stated that Mr. Tisdale would be sworn in at the next meeting because there was not a Notary present at his location. The consensus was to continue today’s meeting to February 7, 2022 at 11:00 a.m., at this location.

**ORGANIZATIONAL MATTERS**

**SIXTH ORDER OF BUSINESS**

**Consideration of the Following Organizational Matters:**

**A. Resolution 2022-03, Appointing and Fixing the Compensation of the District Manager and Methodology Consultant; Providing an Effective Date**

- **Agreement for District Management Services: *Wrathell, Hunt and Associates, LLC***

Mr. Wrathell presented Resolution 2022-03 and reviewed the Fee Schedule and Management Agreement. WHA would offer a discounted Management Fee of \$2,000 per month until bonds are issued. He stated if one bond issue were to be split into A, B, C and D bonds, only one \$5,500 annual fee would apply to that series of bonds. Mr. Walker asked if the \$5,500 annual fee would apply to each bond issuance, if there are two bond issuances within one year. Mr. Wrathell replied affirmatively.

Mr. Wrathell stated that the fee for the Assessment Methodology Report would be paid out of the bond "Costs of Issuance" and if bonds do not close this fee would not be paid. He stated that the additional administrative fee applicable to "Issuance of Bonds, and Placement of Loans and Other District Indebtedness" could be reduced from "Not to exceed \$35,000 per issue" to "Not to exceed \$25,000 per issue" and this fee would only be paid if bonds are issued.

Mr. Wrathell stated that Management would honor the discounted Management Fee of \$2,000 per month until bonds are issued; he would work with the Chair to adjust the Fee Schedule, as necessary, and the revised Fee Schedule would be presented at the next meeting.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-03, Appointing and Fixing the Compensation of Wrathell, Hunt and Associates, LLC, as the District Manager; Appointing a Methodology Consultant; and Providing an Effective Date, was adopted.**

**B. Resolution 2022-04, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date**

- **Fee Agreement: *KE Law Group, PLLC***

Mr. Wrathell presented Resolution 2022-04. Mr. Earlywine discussed his firm's background and experience working with CDDs.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-04, Appointing KE Law Group, PLLC, as District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date, was adopted.**

**C. Resolution 2022-05, Designating a Registered Agent and Registered Office of the District; and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2022-05.

**On MOTION by Ms. Parsons and seconded by Mr. Walker, with all in favor, Resolution 2022-05, Designating Craig Wrathell as the Registered Agent and 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 as the Registered Office of the District; and Providing for an Effective Date, was adopted.**

**D. Resolution 2022-06, Appointing an Interim District Engineer for the Lake Flores Community Development District, Authorizing Its Compensation and Providing an Effective Date**

- **Interim Engineering Services Agreement: *ZNS Engineering***

Mr. Wrathell presented Resolution 2022-06 and the Interim Engineering Services Agreement and accompanying Exhibits.

Mr. Walker asked how the dual roles performed by the District Engineer would be billed. Mr. Mulock stated proposals for work outside of CDD consulting are generally submitted to the Developer and reimbursed to whichever requisition applies.

Mr. Wrathell stated the Engineering fees would fall into three categories, including nominal fees charged for the District Engineer’s attendance at meetings, bond-related fees and construction-related fees. The District Engineer is directly engaged by the CDD for services provided to the CDD and those invoices would be sent to the CDD. Discussion ensued regarding construction-related activity processes, acquisition of completed improvements from the Developer and reimbursement of associated soft costs.

Mr. Earlywine stated the design would be paid for on a reimbursement basis; construction administration would be contracted directly with the CDD via a Work

Authorization. Ongoing Phase I work to be reimbursed, acquisition of work product and reimbursement processes were discussed.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-06, Appointing ZNS Engineering as Interim District Engineer for the Lake Flores Community Development District, Authorizing Its Compensation and Providing an Effective Date, was adopted.**

**E. Authorization of Request for Qualifications (RFQ) for Engineering Services**

Mr. Wrathell presented the RFQ for District Engineering Services and the Competitive Selection Criteria.

**On MOTION by Ms. Parsons and seconded by Mr. Walker with all in favor, the Request for Qualifications (RFQ) for District Engineering Services and Competitive Selection Criteria, was approved.**

**F. Board Member Compensation: 190.006 (8), F.S.**

Mr. Wrathell asked if the Board wished to receive the allowable \$200 per meeting compensation, with a maximum amount of \$4,800 per year, per Board Member.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, acceptance of Board Member compensation, was approved.**

**G. Resolution 2022-07, Designating the Primary Administrative Office and Principal Headquarters of the District, Designating the Location of the Local District Records Office; and Providing an Effective Date**

This item was deferred.

**H. Resolution 2022-08 Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Date**

- **Authorization to Obtain General Liability and Public Officers' Insurance**

Mr. Wrathell presented Resolution 2022-08. Mr. Walker asked for the coverage amount. Mr. Wrathell stated the coverage is \$1 million for Public Officers' Insurance and \$1 million for General Liability. Ms. Hammock discussed the CDD's sovereign immunity protection. Mr. Walker requested a proposal for \$2 million in coverage.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, authorizing Staff to obtain General Liability and Public Officers' Insurance, was approved.**

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-08, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Date, was adopted.**

- I. **Resolution 2022-09, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date**

Mr. Wrathell presented Resolution 2022-09. This Resolution sets forth the CDD's policy for public comments at meetings and outlines the procedures for public comments.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-09, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date, was adopted.**

- J. **Resolution 2022-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date**

Mr. Wrathell presented Resolution 2022-10.



**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date, was adopted.**

- K. Resolution 2022-11, Granting the Chairman and Vice Chairman the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District’s Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2022-11. This Resolution grants the Chair and Vice Chair authority to work with the District Engineer, District Counsel and District Staff and to execute certain documents in between meetings, to avoid delays in construction, etc.

**On MOTION by Ms. Parsons and seconded by Mr. Walker, with all in favor, Resolution 2022-11, Granting the Chairman and Vice Chairman the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District’s Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date, was adopted.**

- L. Resolution 2022-12, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District, and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2022-12.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-12, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District, and Providing for an Effective Date, was adopted.**

- M. Authorization of Request for Proposals (RFP) for Annual Audit Services**

Mr. Wrathell presented the RFP For Annual Audit Services.

- **Designation of Board of Supervisors as Audit Committee**

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the Request for Proposals for Annual Auditing Services, authorizing the District Manager to advertise and designating the Board of Supervisors as the Audit Committee, was approved.**

**N. Strange Zone, Inc., Quotation #M22-1004 for District Website Design, Maintenance and Domain**

Mr. Wrathell presented the Strange Zone, Inc. (SZI) proposal for website creation and annual maintenance, hosting, email domain registration and SSL certificates.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the Strange Zone, Inc., Quotation #M22-1004 for District Website Services, Design, Maintenance and Domain, in the amount of \$1,679.99, was approved.**

**O. ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit**

Mr. Wrathell stated that Management engaged ADA Site Compliance (ADASC) to assist in bringing the CDD's website into compliance with the Americans with Disabilities Act (ADA) requirements and affix a compliance seal on the homepage.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, the ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit, in the amount of \$210 per year, was approved.**

Mr. Preston left the meeting at 12:53 p.m.

**P. Resolution 2022-13, To Designate Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date**

- I. Rules of Procedure**
- II. Notices**
  - Notice of Rule Development**

- **Notice of Rulemaking**

This item was deferred.

**Q. Resolution 2022-14, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2021/2022 and Providing for an Effective Date**

This item was deferred.

**R. Resolution 2022-15, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2022-15. The Resolution provides that, in case of a natural disaster, the CDD can request assistance from other governmental entities.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-15, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date, was adopted.**

The meeting recessed at 12:58 p.m., and reconvened at 1:08 p.m.

**S. Stormwater Management Needs Analysis Reporting Requirements**

Mr. Wrathell and Mr. Mulock discussed the new requirement for CDDs to perform and prepare the 20-year Stormwater Needs Analysis Report. The Report, which must be submitted to document the CDD’s anticipated future stormwater system needs, is due by June 30, 2022, and every five years thereafter. Mr. Mulock would submit a proposal to prepare the Report at a future meeting.

**BANKING MATTERS**

**SEVENTH ORDER OF BUSINESS**

**Consideration of the Following Banking Matters:**

**A. Resolution 2022-16, Designating a Public Depository for Funds of the District and Providing an Effective Date**

Mr. Wrathell presented Resolution 2022-16.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-16, Designating SunTrust/Truist as the Public Depository for Funds of the District and Providing an Effective Date, was adopted.**

**B. Resolution 2022-17, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2022-17. The Resolution designates the account signers as, specifically, the Chair, Treasurer and Assistant Treasurer.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-17, Directing Wrathell, Hunt and Associates, LLC, to Establish a Local Bank Account for the District and Appointing Signors on the Account; and Providing for an Effective Date, was adopted.**

Funding requests should be submitted to Mr. Walker.

**BUDGETARY MATTERS**

**EIGHTH ORDER OF BUSINESS**

**Consideration of the Following Budgetary Matters:**

**A. Resolution 2022-18, Approving a Proposed Budget for Fiscal Year 2021/2022 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing for an Effective Date**

Mr. Wrathell stated this item might be deferred. He presented the proposed Fiscal Year 2022 budget, which would be a Landowner-funded budget, with expenses being funded as they are incurred. The budget would be updated, as it did not reflect the previously discussed reduced Management Fee of \$2,000 per month until bond issuance.

Discussion ensued regarding whether to schedule the Public Hearing rather than deferring the item. The consensus was to schedule the Public Hearing.

Mr. Wrathell presented Resolution 2022-18.

On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-18, Approving a Proposed Budget for Fiscal Year 2020/2021, as amended, and Setting a Public Hearing Thereon Pursuant to Florida Law for March 28, 2022 at 11:00 a.m., at the Holiday Inn Express & Suites Bradenton East - Lakewood Ranch, 5464 Lena Rd, Lakewood Ranch, Florida 34211; and Providing an Effective Date, was adopted.

- Discussion Resumed: Resolution 2022-13, To Designate Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date

Mr. Wrathell presented Resolution 2022-13.

On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-13, Designating the Date, Time and Place of March 28, 2022 at 11:00 a.m., at the Holiday Inn Express & Suites Bradenton East - Lakewood Ranch, 5464 Lena Rd, Lakewood Ranch, Florida 34211, for a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date, was adopted.

- Discussion Resumed: Consideration of Resolution 2022-02, Designating a Date, Time, and Location for Landowners' Meeting of the District, and Providing for an Effective Date

Mr. Wrathell presented Resolution 2022-02.

On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-02, Designating a Date, Time, and Location of March 28, 2022 at 11:00 a.m., at the Holiday Inn Express & Suites Bradenton East - Lakewood Ranch, 5464 Lena Rd, Lakewood Ranch, Florida 34211, for a Landowners' Meeting of the District, and Providing for an Effective Date, was adopted.

**B. Fiscal Year 2021/2022 Budget Funding Agreement**

Mr. Wrathell presented the Fiscal Year 2021/2022 Budget Funding Agreement. As expenses are incurred, funding requests would be submitted to Mr. Walker.

Mr. Walker stated the Developer changed. Ms. Hammock suggested the Agreement be approved in substantial form and that the newly Developer entity to be added. Mr. Walker stated the party responsible for funding the budget would be Cortez 75W Investors, LLC.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the Fiscal Year 2022 Funding Agreement, as amended and in substantial form, was approved.**

**C. Resolution 2022-19, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes**

Mr. Wrathell presented Resolution 2022-19.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-19, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes, was adopted.**

**D. Resolution 2022-20, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date**

Mr. Wrathell presented the Resolution 2022-20.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-20, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date, was adopted.**

- E. **Resolution 2022-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date**

Mr. Wrathell presented Resolution 2022-21.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date, was adopted.**

- F. **Resolution 2022-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2022-22.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, was adopted.**

- G. **Resolution 2022-23, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date**

Mr. Wrathell presented Resolution 2022-23.

**On MOTION by Ms. Parsons and seconded by Mr. Walker, with all in favor, Resolution 2022-23, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date, was adopted.**

- H. **Consideration of E-Verify Memo with MOU**

Mr. Wrathell presented District Counsel’s E-Verify Memo related to the requirement for all employers to verify employment eligibility utilizing the E-Verify System and the requirement for the CDD to enroll with E-Verify and enter into a Memorandum of Understanding (MOU) with E-Verify.

On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the acknowledging the E-Verify Memo requirements, as set forth in the KE Law Group PLLC Memorandum and authorizing enrollment and utilization of the E-Verify program, was approved.

**BOND FINANCING RELATED MATTERS**

**NINTH ORDER OF BUSINESS**

**Consideration of the Following Bond Financing Related Matters:**

**A. Bond Financing Team Funding Agreement**

Mr. Wrathell presented the Bond Financing Team Funding Agreement. He noted the Agreement would be amended to reflect the correct Developer entity.

On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the Bond Financing Team Funding Agreement, as amended, was approved.

**B. Engagement of Bond Financing Professionals**

**I. Underwriter/Investment Banker: *FMSbonds, Inc.***

Mr. Wrathell presented the FMSbonds, Inc., Engagement Letter to serve as Underwriter and G-17 Disclosure Letter. The Underwriter’s fee would be 2% of the par amount of the bonds.

On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the FMSbonds, Inc., Engagement Letter for Underwriter Services and G-17 Disclosure, in an amount not-to-exceed the Underwriter’s fee of 2% of the par amount of the bonds issued, was approved.

**II. Bond Counsel: *Greenberg Traurig, P.A.***

Mr. Wrathell presented the Greenberg Traurig, P.A., Engagement Letter to serve as Bond Counsel. The fee would be \$60,000 per bond issue, which would be paid from the bond costs of issuance and would not be charged if bonds are not issued.

Mr. Walker questioned the \$60,000 fee, given that he was aware of a recent deal with Lennar for \$55,000. Mr. Sanford stated the higher fee reflects additional tax-related due



diligence associated with working with a new CDD and new Developer. The \$60,000 is a not-to-exceed amount; in the event that his firm's total time is less, the lower fee would be billed.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the Greenberg Traurig, P.A., Engagement Letter for Bond Counsel Services, was approved.**

**III. Trustee, Paying Agent and Registrar: *U.S. Bank, N.A.***

Mr. Wrathell presented the U.S. Bank, N.A., Engagement Letter to serve as Trustee, Paying Agent and Registrar. Mr. Sanford stated he was recently informed that U.S. Bank had transferred its corporate trust business to U.S. Bank Trust Co., N.A., and the Resolution was revised accordingly.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, the U.S. Bank Trust Co., N.A., Engagement Letter, with Fee Schedule, to serve as Trustee, Paying Agent and Registrar, was approved.**

**C. Resolution 2022-24, Designating a Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2022-24. This Resolution enables placement of the assessments on the tax bill utilizing the Property Appraiser and Tax Collector.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, Resolution 2022-24, Designating a Date, Time, and Location of March 28, 2022 at 11:00 a.m., at the Holiday Inn Express & Suites Bradenton East - Lakewood Ranch, 5464 Lena Rd, Lakewood Ranch, Florida 34211, for a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date, was adopted.**

**D. Presentation of Engineer's Report**

Mr. Warren presented the Engineer's Report, dated January 24, 2022, and responded to questions. He requested approval in substantial form to allow revisions to language and legal descriptions. The Engineer's Report summarizes the project, primarily the Capital Improvement Plan (CIP) and the funding of those improvements.

Mr. Wrathell asked if the Total of All Costs of approximately \$256,479,000 shown in Table 4 was current. Mr. Mulock replied affirmatively. Discussion ensued regarding Mr. Sanford's questions submitted regarding impact fees and conservation areas and resulting revisions. Mr. Mulock stated he would forward the updated version of the Report.

Mr. Walker stated whether "Hardscape/Landscape/Irrigation" in Table 3 would be an HOA or CDD maintenance item was not yet determined. Mr. Mulock stated a footnote was inserted with words to that effect.

A Board Member asked Mr. Mulock if the development costs outlined in the Engineer's Report were sufficient to fund the total project. Mr. Mulock replied affirmatively.

Discussion ensued regarding the status of the Reports and whether to proceed with filing for validation. Ms. Hammock stated if the Board adopted the Resolution authorizing the validation proceedings today, the validation complaint could be filed. The Final Engineer's Report and Master Assessment Methodology would be required before going to court.

**On MOTION by Mr. Walker and seconded by Mr. Brasher, with all in favor, the Engineer's Report, dated January 24, 2022, in substantial form, was approved.**

**E. Presentation of Master Special Assessment Methodology Report**

Mr. Wrathell presented the Master Special Assessment Methodology Report, dated January 24, 2022. He reviewed the pertinent information found in each section and responded to questions about the Development Program, CIP, Financing Program, Assessment Methodology, lienability tests, True-up Mechanism and the Appendix Tables.

**F. Resolution 2022-25, Declaring Special Assessments; Designating The Nature And Location of The Proposed Improvements; Declaring The Total Estimated Cost of the Improvements, the Portion to be Paid By Assessments, and the Manner and Timing in**

**Which The Assessments are to be Paid; Designating the Lands Upon Which The Assessments Shall Be Levied; Providing for an Assessment Plat and a Preliminary Assessment Roll; Addressing the Setting of Public Hearings; Providing for Publication of this Resolution; and Addressing Conflicts, Severability and an Effective Date**

This item was deferred to the Continued Meeting.

- G. Resolution 2022-26, Authorizing the Issuance of Not to Exceed \$342,575,000 Aggregate Principal Amount of Lake Flores Community Development District Special Assessment Bonds, in One or More Series, to Pay All or a Portion of the Design, Acquisition, Construction Costs of Certain Public Infrastructure Improvements, Including, But Not Limited to, Stormwater Management and Control Facilities, Including, But Not Limited to, Related Earthwork and Acquisition or Conveyance of Lands Relating Thereto; Roadway Improvements; Water and Wastewater Systems, Including Connection Charges; Water Reuse Facilities; Landscaping, Conservation Areas, Hardscaping and Irrigation in Public Rights-Of-Way; Public Amenities; Entrance Features; Undergrounding Differential Cost of Utilities; and All Related Soft and Incidental Costs (Collectively, the "Project"), Pursuant to Chapter 190, Florida Statutes, as Amended; Appointing U.S. Bank Trust Company National Association to Serve as Trustee; Approving the Execution and Delivery of a Master Trust Indenture and a Supplemental Trust Indenture In Substantially The Forms Attached Hereto; Providing that Such Bonds Shall Not Constitute a Debt, Liability or Obligation of Lake Flores Community Development District (Except as Otherwise Provided Herein), Manatee County, Florida, or of the State of Florida or of Any Other Political Subdivision Thereof, But Shall Be Payable Solely From Special Assessments Assessed And Levied on the Property Within the District Benefited by the Project and Subject to Assessment; Providing for the Judicial Validation of Such Bonds; and Providing for Other Related Matters**

Mr. Sanford presented Resolution 2022-26, which accomplishes the following:

- Authorizes issuance of not to exceed \$342,575,000 aggregate principal amount.
- Authorizes and directs District Counsel and Bond Counsel to proceed with filing for validation.

- Authorizes and approves the execution and delivery of the Master Trust Indenture and the Supplemental Trust Indenture.
- Appoints U.S. Bank Trust Company National Association as the Trustee, Registrar and Paying Agent.

Mr. Walker suggested searching the documents to ensure that the correct entity name is inserted as appropriate. Mr. Sanford stated the second version of the Resolution was the version to be presented for the Chair’s signature.

**On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2022-26, as amended, Authorizing the Issuance of Not to Exceed \$342,575,000 Aggregate Principal Amount of Lake Flores Community Development District Special Assessment Bonds, in One or More Series, to Pay All or a Portion of the Design, Acquisition, Construction Costs of Certain Public Infrastructure Improvements, Including, But Not Limited to, Stormwater Management and Control Facilities, Including, But Not Limited to, Related Earthwork and Acquisition or Conveyance of Lands Relating Thereto; Roadway Improvements; Water and Wastewater Systems, Including Connection Charges; Water Reuse Facilities; Landscaping, Conservation Areas, Hardscaping and Irrigation in Public Rights-Of-Way; Public Amenities; Entrance Features; Undergrounding Differential Cost of Utilities; and All Related Soft and Incidental Costs (Collectively, the “Project”), Pursuant to Chapter 190, Florida Statutes, as Amended; Appointing U.S. Bank Trust Company National Association to Serve as Trustee; Approving the Execution and Delivery of a Master Trust Indenture and a Supplemental Trust Indenture In Substantially The Forms Attached Hereto; Providing that Such Bonds Shall Not Constitute a Debt, Liability or Obligation of Lake Flores Community Development District (Except as Otherwise Provided Herein), Manatee County, Florida, or of the State of Florida or of Any Other Political Subdivision Thereof, But Shall Be Payable Solely From Special Assessments Assessed And Levied on the Property Within the District Benefited by the Project and Subject to Assessment; Providing for the Judicial Validation of Such Bonds; and Providing for Other Related Matters, was adopted.**

**TENTH ORDER OF BUSINESS**

**Staff Reports**

**A. District Counsel: *KE Law Group, PLLC.***

There was no report.

**B. District Engineer (Interim): *ZNS Engineering***

There was no report.

**C. District Manager: *Wrathell, Hunt and Associates, LLC***

The Continued Meeting will be held on February 7, 2022.

**ELEVENTH ORDER OF BUSINESS**

**Board Members' Comments/Requests**

There were no Board Members' comments or requests.

**TWELFTH ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**THIRTEENTH ORDER OF BUSINESS**

**Adjournment**

There being nothing further to discuss, the meeting recessed and was continued to February 7, 2022 at 11:00 a.m., at the Holiday Inn Express & Suites Bradenton East - Lakewood Ranch, 5464 Lena Rd, Lakewood Ranch, Florida 34211.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

  
\_\_\_\_\_  
Secretary/Assistant Secretary

  
\_\_\_\_\_  
Chair/Vice Chair

