

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

The Board of Supervisors of the Lake Flores Community Development District held a Special Meeting on January 28, 2025 at 11:00 a.m., at 8116 Cortez Road W., Bradenton, Florida 34210.

Present:

Gary Walker
David Brasher
Reggie Tisdale
Krystal Parsons
Walter Preston

Chair
Vice Chair
Assistant Secretary
Assistant Secretary
Assistant Secretary

Also present:

Kristen Suit
Jerry Earlywine (via telephone)
Jeb Mulock
Ed Hill
Whiting Preston
James Motta

District Manager
District Counsel
District Engineer
Developer Representative
Landowner

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Suit called the meeting to order at 11:03 a.m.

Supervisors Walker, Brasher and Supervisor-Elects Reggie Tisdale, Krystal Parsons and Walter Preston were present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Elected Supervisors (Reginald Tisdale - Seat 3, Krystal Parsons - Seat 4, Walter Preston -

Seat 5) (the following will be provided in a separate package)

Ms. Suit, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Reginald Tisdale, Ms. Krystal Parsons and Mr. Walter Preston. Each Supervisor is familiar with the following:

- A. Required Ethics Training and Disclosure Filing**
 - **Sample Form 1 2023/Instructions**
- B. Membership, Obligations and Responsibilities**
- C. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- D. Form 8B: Memorandum of Voting Conflict for County, Municipal and other Local Public Officers**

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2025-01, Canvassing and Certifying the Results of the Landowners' Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date

Ms. Suit presented Resolution 2025-01. She recapped the results of the Landowners' Election, as follows:

| | | | |
|--------|------------------|-----------|-------------|
| Seat 3 | Reginald Tisdale | 397 Votes | 4-Year Term |
| Seat 4 | Krystal Parsons | 397 Votes | 4-Year Term |
| Seat 5 | Walter Preston | 396 Votes | 2-Year Term |

On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2025-01, Canvassing and Certifying the Results of the Landowners' Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS

Acceptance of Resignation of David Brasher [Seat 2]

Ms. Suit presented Mr. David Brasher's resignation.

On MOTION by Ms. Parsons and seconded by Mr. Walker, with all in favor, the resignation of Mr. David Brasher from Seat 2, was accepted.

SIXTH ORDER OF BUSINESS

Consider Appointment to Fill Unexpired Term of Seat 2; Term Expires November 2026

Mr. Walker nominated Mr. James Motta to fill Seat 2. No other nominations were made.

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, the appointment of Mr. James Motta to Seat 2, was approved.

- **Administration of Oath of Office to Elected Supervisor**

Ms. Suit, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. James Motta. Mr. Motta is familiar with the items in the Supervisor's package.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2025-02, Electing and Removing Officers of the District and Providing for an Effective Date

Ms. Suit presented Resolution 2025-02. Mr. Walker nominated the following:

| | |
|-----------------|---------------------|
| Gary Walker | Chair |
| James Motta | Vice Chair |
| Krystal Parsons | Assistant Secretary |
| Reggie Tisdale | Assistant Secretary |
| Walter Preston | Assistant Secretary |

No other nominations were made.

This Resolution removes the following from the Board:

| | |
|---------------|------------|
| David Brasher | Vice Chair |
|---------------|------------|

The following prior appointments by the Board remain unaffected by the Resolution:

| | |
|----------------|---------------------|
| Craig Wrathell | Secretary |
| Kristen Suit | Assistant Secretary |
| Craig Wrathell | Treasurer |
| Jeff Pinder | Assistant Treasurer |

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, Resolution 2025-02, Electing, as nominated, and Removing Officers of the District and Providing for an Effective Date, was adopted.

EIGHTH ORDER OF BUSINESS

Consideration of E.T. Mackenzie Company of Florida, Inc. Change Order #7 PH 1-B [Increase Scope of Work by Adding PH 1B-2]

Ms. Suit distributed additional E.T. Mackenzie Company of Florida, Inc. (ETM) Change Orders #8, #9 and #10 and a revised "Original Contract Total" spreadsheet listing Change Orders #1 through #10, which differs from the one in the agenda.

Mr. Tisdale stated that he and Mr. Mulock reviewed the Change Orders. The name in Change Order #10, for additional 5' wide sidewalks behind Item 8D and in the "Original Contract Total" spreadsheet, must be changed from Seaflower to Flower Fields. Another change order will be presented since the sidewalk slated for 5' wide increased to 6' wide. Mr. Walker stated that the original sidewalk was not in ETM's original contract.

Mr. Mulock presented Change Order #7. He thinks ETM's increasing unit price and quantity of materials are within reason and recommended approval of cost changes. He recalled Mr. Earlywine's direction that, if the District Engineer thinks the unit pricing is consistent with ETM's original contract and is satisfied with the quantities, it could be treated as a change order.

Mr. Mulock listed items ETM would need to complete in Phase 1-B1 before giving notice to proceed with Phase 1-B2.

Mr. Walker suggested, and the Board agreed, to approve Change Order #7 and to monitor where ETM is in completing Phase 1-B1, within the next 30 days before giving them a

notice to proceed with Phase 1-B2. He thinks ETM's unit prices for materials for Phase 1-B2 seems to be fair based on the analysis and indicated there is about \$2 million of direct material purchases. ETM's Change Orders in the first contract that had about \$6.5 million in direct material purchases and after reconciling and identifying over payments to the suppliers, he asked ETM to validate whether \$116,000 is truly a cost to the CDD or something that should be ETM's costs.

Mr. Walker suggested waiting until ETM completes Phase 1-B1 before determining if the CDD should do the direct material purchases for Phase 1B-2 or include it in ETM's contract. He suggested additional authorization for the motion to approve Change Order #7. Mr. Tisdale asked how the delays affect the 180-day fulfillment requirement.

Discussion ensued regarding expecting to deem the majority of the Phase 1-B1 project completed within the next 30-days, asking for the Maintenance of Traffic (MOT) schedule and a schedule for when they will start Cortez Road during the construction meeting scheduled this afternoon.

Mr. Tisdale stated that, per the Department of Transportation (DOT) permit, no work can commence until the HTMS cable is relocated to the north side of Cortez Road and it is operable.

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, E.T. Mackenzie Company of Florida, Inc., Change Order #7 PH 1-B to Increase Scope of Work by Adding PH 1B-2, in the amount of \$10,723,883.16, subject to the Chair's determination, providing notice to proceed after consultation with the District Engineer and further subject to removal of any direct purchase materials in the Chair's discretion after consultation, was approved.

- **Consideration of E.T. Mackenzie Company of Florida, Inc. Change Order #8, #9 and #10 PH 1-B**

This item was an addition to the agenda.

Mr. Tisdale presented ETM Change Orders #8, #9, and #10.

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, E.T. Mackenzie Company of Florida, Inc., Change Orders #8, #9 and #10 for Phase 1B, were approved.

NINTH ORDER OF BUSINESS**Presentation of Audited Annual Financial Report for the Fiscal Year Ended September 30, 2023, Prepared by Berger, Toombs, Elam, Gaines & Frank**

Ms. Suit noted the pertinent information in the Audited Annual Financial Report for the Fiscal Year Ending September 30, 2023. It was a clean audit; there were no findings, recommendations, deficiencies on internal control or instances of noncompliance.

Mr. Walker stated he will confirm if the \$46,952 "Due to Developer" was paid and that this would not be in the next audit.

A. Consideration of Resolution 2025-03, Hereby Accepting the Audited Annual Financial Report for the Fiscal Year Ended September 30, 2023

On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, Resolution 2025-03, Hereby Accepting the Audited Annual Financial Report for the Fiscal Year Ended September 30, 2023, was adopted.

TENTH ORDER OF BUSINESS**Consideration of Matters Regarding Combined Lake**

Mr. Earlywine presented the following:

- A. Ratification of Letter Regarding Combined Lake and Joint Use Agreement**
- B. Ratification of Recorded Amended and Restated Reciprocal Easement and Joint Use of Lake Agreement (with new legal)**
- C. Ratification of Quit Claim Deed for Portion of Combined Lake**

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, Ratification Items 6A through 6C regarding Combined Lake, as listed, were ratified.

D. Authorization for Interlocal Agreement and Other Actions relating to Combined Lake

Mr. Earlywine asked for authorization to proceed with entering into an Interlocal Agreement with Long Bar Pointe, LLP (LBP) or the HOA. This would be a new Interlocal Agreement with whatever entity LBP assigns as appropriate. The Agreement must be signed.

On MOTION by Mr. Walker and seconded by Mr. Motta, with all in favor, the Interlocal Agreement and Other Actions relating to the Combined Lake, were approved.

ELEVENTH ORDER OF BUSINESS

Consideration of FPL LED Lighting Agreements

Mr. Tisdale stated that the “dry utilities” comprised of all the cables, gas and power required executing multiple agreements with different providers, plus breaking up the project with Florida, Power & Light (FPL) into several subphases. There are FPL Agreements for residential services to all the lots, thoroughfares, lighting and backbone that resulted in having 10 Agreements with FPL, a good portion of which were already executed. He presented the following:

- A. Cortez Road West/75 Street [Phase N-1]**
- B. Cortez Road West/75 Street [Phase 1B1C]**

Mr. Walker stated he thinks street lighting will be part of the CDD’s Operations and Maintenance (O&M) budget. He designated him and Mr. Brasher to work with Ms. Suit on the Fiscal Year 2026 Field Operations budget.

Mr. Tisdale distributed and presented the following:

- **FPL Underground Distribution Facility Installation Agreement [Phase 1B-1C]**

This item was an addition to the agenda.

The Underground Distribution Facility Installation Agreement for 1B-1C was modified, resulting in a net zero payment.

Mr. Walker asked which FPL residential streetlight Agreements are not executed. Mr. Tisdale stated he is waiting on FPL to submit the Agreement for Phase N-1.

- **ZAO Group Construction Agreement**

This item was an addition to the agenda.

The cost to relocate the communications cable on the FPL poles in the right-of-way (ROW) is \$168,422.56.

Asked if the entire cost is part of Cortez Road, Mr. Tisdale replied affirmatively and suggested authorizing the Chair to execute the Agreement via DocuSign.

On MOTION by Mr. Tisdale and seconded by Mr. Walker, with all in favor, the FPL LED Lighting Agreements for Cortez Road West/75 Street [Phase N-1] and Cortez Road West/75 Street [Phase 1B1C], FPL Underground Distribution Facility Installation Agreement [Phase 1B-1C] and the ZAO Group Construction Agreement, were approved.

TWELFTH ORDER OF BUSINESS

Ratification Items

Ms. Suit presented the following:

A. E.T. Mackenzie Company of Florida, Inc.

I. Agreement for Construction of Lake Flores, PH 1 Cortez Road Improvements

On MOTION by Mr. Walker and seconded by Mr. Motta, with all in favor, the E.T. Mackenzie Company of Florida, Inc. Agreement for Construction of Lake Flores, PH 1 Cortez Road Improvements, was ratified.

II. Agreement for Construction of Lake Flores Central and East Mitigation Nodes

On MOTION by Mr. Walker and seconded by Mr. Preston, with all in favor, the E.T. Mackenzie Company of Florida, Inc. Agreement for Construction of Lake Flores Central and East Mitigation Nodes, was ratified.

B. FPL LED Lighting Agreement [8116 Cortez Rd West]

Mr. Tisdale stated this Agreement is specific to certain thoroughfare roads. Mr. Walker stated that Whitting Road will eventually be assigned to the County.

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, the FPL LED Lighting Agreement for 8116 Cortez Rd West, was ratified.

C. Cortez75W Investors, LLC Funding Agreement [Central and East Mitigation Area]

Mr. Walker stated that the CDD will bill Cortez75W Investor for the Central and East Mitigation Area instead of using the Crescent Hollow Bond issue.

Regarding the schedule, it was noted the contractor might be off by one week due to last week's rain event; early May is ETM's deadline to complete the work, because it has to be phased colliding with the Army Corp of Engineers permit that expires in July.

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, the Cortez75W Investors, LLC Funding Agreement for the Central and East Mitigation Area, was ratified.

▪ **Consideration of Florida Permitting Proposal Number 24071 West Mitigation Node 2024 Hurricane Season Impacts**

This item was an addition to the agenda.

Ms. Suit distributed and presented the Florida Permitting, Inc. Proposal Number 24071 that she received from Ms. Hattier yesterday.

On MOTION by Mr. Walker and seconded by Mr. Tisdale, with all in favor, Florida Permitting, Inc. Proposal 24071 for West Mitigation Node 2024 Hurricane Season Impacts, in a not-to-exceed amount of \$15,000, was approved.

THIRTEENTH ORDER OF BUSINESS**Acceptance of Unaudited Financial Statements as of December 31, 2024**

Mr. Walker stated that a \$7 million payout requisition for the Series 2023 A-2 Bonds was submitted. He expects the final payout requisition of about \$6 million to be submitted in May.

Ms. Suit stated she will send the Florida Permitting, Inc. Proposal to Mr. Earlywine to prepare the CDD's standard form of Agreement.

On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, the Unaudited Financial Statements as of December 31, 2024, were accepted.

FOURTEENTH ORDER OF BUSINESS**Approval of Minutes**

- A. **October 7, 2024 Special Meeting**
- B. **November 5, 2024 Landowners' Meeting**

On MOTION by Ms. Parsons and seconded by Mr. Walker, with all in favor, the October 7, 2024 Special Meeting Minutes and the November 5, 2024 Landowners' Meeting Minutes, both as presented, were approved.

FIFTEENTH ORDER OF BUSINESS**Staff Reports**

- A. **District Counsel: Kutak Rock LLP**
- B. **District Engineer: ZNS Engineering, LC**
District Counsel and District Engineer had nothing further to report.
- C. **District Manager: Wrathell, Hunt and Associates, LLC**

- **NEXT MEETING DATE: TBD**
 - **QUORUM CHECK**

Ms. Suit stated the next meeting date will be determined.

SIXTEENTH ORDER OF BUSINESS**Board Members' Comments/Requests**

Regarding the Combined Lake and the Settlement Agreement, a Board Member stated that all the improvements that were required were completed and Long Bar Pointe is behind on its responsibilities. The Southwest Florida Water Management District (SWFWMD) and the County accepted the O&M of Combined Lake.

Mr. Tisdale asked if the CDD should prepare a Quit Claim Deed for the Western Mitigation Node, similar to the one behind Item 10C, or rely on the dedication. Mr. Walker stated it should be deeded over to the District.

Mr. Tisdale stated there is an Agreement with Wildland to manage the operation of the West Mitigation Node. Mr. Earlywine stated, if there is an easement on the plat the Fee Title

should be to the CDD. He was asked to prepare the Quit Claim Deed for the Western Mitigation Node for the next meeting.

Ms. Suit listed the names of people attending in person via telephone, excluding Board Members, as specified before the First Order of Business.

A Board Member stated that Mr. Mulock presented a recommendation on hurricane repairs that was shared with the cost share entities for Combined Lake; he expects to provide further updates at the next meeting. He received an estimate of just under \$100,000 to restore the lake bank and install an underlayment, sod and aquatic vegetation, to avoid the same occurrence at the south shore. He would like the project completed in the dry season.

SEVENTEENTH ORDER OF BUSINESS**Public Comments**

No members of the public spoke.

EIGHTEENTH ORDER OF BUSINESS**Adjournment**

On MOTION by Mr. Walker and seconded by Ms. Parsons, with all in favor, the meeting adjourned at 12:32 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair