

**MINUTES OF MEETING
EAST BONITA BEACH ROAD
COMMUNITY DEVELOPMENT DISTRICT**

A Special Meeting of the East Bonita Beach Road Community Development District's Board of Supervisors was held on Monday, November 20, 2017, at 10:00 a.m., at the offices of D.R. Horton, 10541 Ben C. Pratt Six Mile Cypress Parkway, Fort Meyers, Florida 33966.

Present and constituting a quorum were:

Christian Swan	Chair
Charles Cook	Vice Chair
Roy MacDermott	Assistant Secretary

Also present were:

Chuck Adams	District Manager
Wesley Haber <i>(via telephone)</i>	District Counsel
Dave Underhill	Banks Engineering, Inc.
Mike Williams <i>(via telephone)</i>	Developer Bond Counsel
Michael Szymonowicz <i>(via telephone)</i>	Wrathell, Hunt and Associates, LLC
J. Wayne Everett	Nominee for Board Seat 2
Brian Wasser	Nominee for Board Seat 4

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Adams called the meeting to order at 10:02 a.m. Supervisors Swan, Cook and MacDermott were present, in person. Two seats remained vacant.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

THIRD ORDER OF BUSINESS

Appointment and/or Transition of Board Supervisors

- A. Consideration of Appointment to Fill Unexpired Term of Office (SEAT 2); *Term Expires November, 2020***

Mr. Adams stated that Seats 2 and 4 were vacant. The term for Seat 2 expires November, 2020 and the term for Seat 4 expires November, 2018. Two candidates were in attendance today.

Mr. Cook nominated Mr. J. Wayne Everett to fill Seat 2. No other nominations were made.

On MOTION by Mr. Cook and seconded by Mr. MacDermott, with all in favor, the appointment of Mr. J. Wayne Everett to Seat 2, term expires November, 2020, was approved.

- **Consideration of Appointment to Fill Unexpired Term of Office (SEAT 4); *Term Expires November, 2018***

******This item, previously Item 3B, was presented out of order.******

Mr. McDermott nominated Mr. Brian Wasser to fill Seat 4. No other nominations were made.

On MOTION by Mr. MacDermott and seconded by Mr. Swan, with all in favor, the appointment of Mr. Brian Wasser to Seat 4, Term Expires November, 2018, was approved.

- **Administration of Oath of Office *(the following to be provided in separate package)***

Mr. Adams, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Everett and Mr. Wasser. A full explanation of the following items was not necessary, since both gentlemen served on Boards in the past:

- i. **Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- ii. **Membership, Obligations and Responsibilities**
- iii. **Chapter 190, Florida Statutes**
- iv. **Financial Disclosure Forms**
 - **Form 1: Statement of Financial Interests**
 - **Form 1X: Amendment to Form 1, Statement of Financial Interests**

- o **Form 1F: Final Statement of Financial Interests**
- v. **Form 8B – Memorandum of Voting Conflict**

FOURTH ORDER OF BUSINESS

**Consideration of Resolution 2018-01,
Electing the Officers of the District**

Mr. Adams presented Resolution 2018-01. Following an election or an appointment, the Board must reconsider its slate of officers. Prior to today’s appointment, Mr. Swann served as Chair and Mr. Cook served as Vice Chair.

The following slate of officers was nominated:

Christian Swann	Chair
J. Wayne Everett	Vice Chair
Chuck Adams	Secretary
Craig Wrathell	Treasurer
Jeff Pinder	Assistant Treasurer
Brian Wasser	Assistant Secretary
Roy MacDermott	Assistant Secretary
Charles Cook	Assistant Secretary
Craig Wrathell	Assistant Secretary

No other nominations were made.

On MOTION by Mr. Cook and seconded by Mr. Wasser, with all in favor, Resolution 2018-01, Electing the Officers of the District, as nominated, was adopted.

FIFTH ORDER OF BUSINESS

**Consideration of Financing Team
Funding Agreement**

Mr. Adams stated that the primary purpose for meeting today was because there was a new Landowner that wants the District to move forward with financing to pay for acquisition of infrastructure.

Mr. Haber presented the Financing Team Funding Agreement (FTFA). The FTFA contemplated that D.R. Horton would fund necessary items in order for the CDD to move forward with the financing. Paragraph 3, which referred to capitalization, and provided that,

upon the successful issuance of bonds, any amounts that are reimbursable from the bond fund to the Developer can be reimbursed to the Developer. The FTFA would be entered into, due to the steps necessary to proceed and to provide the District with a funding source. Subsequent to issuance of bonds, those items can be repaid to the Developer; otherwise, the FTFA covers the manner in which the payments would be made.

The following change was made:

Page 2, Item 2D: Change “fifteen (15) days” to “45 days”

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

SIXTH ORDER OF BUSINESS

**Consideration of Matters Regarding
District Engineering Services**

A. Termination of Engineering Services Agreement with Barraco & Associates, Inc.

Mr. Adams stated that, prior to entering into a new Engineering Services Agreement the Board must terminate the existing Agreement with Barraco & Associates.

On MOTION by Mr. Everett and seconded by Mr. Wasser, with all in favor, termination of the Engineering Services Agreement with Barraco & Associates, Inc., was approved.

B. Interim Engineering Services Agreement with Banks Engineering, Inc.

Mr. Adams provided an updated version of the Interim Engineering Services Agreement.

On MOTION by Mr. Everett and seconded by Mr. Wasser, with all in favor, the Interim Engineering Services Agreement with Banks Engineering, Inc., was approved.

C. Authorization of RFQ for District Engineering Services

Mr. Adams stated that there was a requirement to advertise a Request for Qualifications (RFQ) for District Engineering Services. The Board would rank the respondents and authorize engagement of the permanent District Engineer, at the January meeting.

On MOTION by Mr. Everett and seconded by Mr. Wasser, with all in favor, authorizing Management to advertise a Request for Qualifications for District Engineering Services, was approved.

SEVENTH ORDER OF BUSINESS

Presentation of Engineer’s Report

Mr. Adams stated that Mr. David Underhill, of Banks Engineering, drafted the Engineer’s Report, which Mr. Adams referred to as the “Master Engineer’s Report”, since it contained all the components of the project, including some land acquisition.

Mr. Underhill presented the Engineer’s Report. The Report described the proposed Seasons of Bonita Development, which would be served by the District.

The following change was made:

Pag3 4, Item 2.1: Change “The District is bounded on the south and west by Bonita Beach Road” to “The District is bounded on the north and east by Bonita Beach Road”

On MOTION by Mr. Everett and seconded by Mr. Wasser, with all in favor, the Engineer’s Report, as amended, was approved.

EIGHTH ORDER OF BUSINESS

Presentation of Master Special Assessment Methodology

Mr. Adams presented the Master Special Assessment Methodology. Mr. Michael Szymonowicz, of Wrathell, Hunt and Associates, LLC, provided an overview of the Methodology.

Mr. Adams did not believe there was any intention of levying the amounts set forth in the Master Special Assessment Methodology but it would set the maximum assessment amount. A public hearing would occur in January and, eventually, followed by the validation process, wherein the District sues the State of Florida for the “right to self impose assessments”. It was anticipated that the debt actually issued would be a much smaller portion than contained in this Methodology.

On MOTION by Mr. Everett and seconded by Mr. Wasser, with all in favor, the Master Special Assessment Methodology, was approved.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2018-02, Declaring Special Assessments for Assessment Area One; Designating the Nature and Location of the Proposed Assessment Area One Project 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

Mr. Adams presented Resolution 2018-02. Mr. Haber stated that to officially levy the assessments contemplated by the Methodology, Florida Statutes require adoption of this Resolution. This Resolution declares the assessments, approves the Methodology and the project identified in the Engineer's Report and sets the public hearing, which would be in January. The public hearing would be open to comments from members of the public. Notices would be sent to all landowners, within the area and subject to these assessments, and a notice would be published, along with this Resolution and a map identifying the area to be assessed.

Mr. Adams stated that January 9, 2018 at 10:00 a.m., at this location, would be the public hearing date.

On MOTION by Mr. Wasser and seconded by Mr. Everett, with all in favor, Resolution 2018-02, Declaring Special Assessments for Assessment Area One; Designating the Nature and Location of the Proposed Assessment Area One Project 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, was adopted.

TENTH ORDER OF BUSINESS

Consideration of Resolution 2018-03, Authorizing the Issuance of Not Exceeding \$15,000,000 Principal Amount East Bonita Beach Road Community Development District Special Assessment Revenue Bonds in One or More Series, For the Purpose of Financing the Construction and/or Acquisition By the District of the Public Improvements and Community Facilities Permitted By the Provisions of Chapter 190, Florida Statutes and the Ordinance Establishing the District; Approving the Form of and the Execution and Delivery of a Master trust Indenture; Approving and Appointing a Trustee; Authorizing the Commencement of Validation Proceedings Relating to the Foregoing Bonds; Authorizing and Approving Other Matters Relating to the Foregoing Bonds; and Providing for an Effective Date

- **Approving Form of Indenture**

Mr. Adams presented Resolution 2018-03.

Mr. Williams stated that this Resolution would authorize the District to proceed with the validation process. Under Chapter 75, Florida Statutes, this Resolution authorizes the bonds, authorizes the validation and alleges to the creation of the Trust Indenture.

On MOTION by Mr. Everett and seconded by Mr. Wasser, with all in favor, Resolution 2018-03, Authorizing the Issuance of Not Exceeding \$15,000,000 Principal Amount East Bonita Beach Road Community Development District Special Assessment Revenue Bonds in One or More Series, For the Purpose of Financing the Construction and/or Acquisition By the District of the Public Improvements and Community Facilities Permitted By the Provisions of Chapter 190, Florida Statutes and the Ordinance Establishing the District; Approving the Form of and the Execution and Delivery of a Master trust Indenture; Approving and Appointing a Trustee; Authorizing the Commencement of Validation Proceedings Relating to the Foregoing Bonds; Authorizing and Approving Other Matters Relating to the Foregoing Bonds; and Providing for an Effective Date, was adopted.

****Mr. Williams left the meeting.****

ELEVENTH ORDER OF BUSINESS

Ratification of Approval of Integra Realty Resources Proposal for Land Appraisal

Mr. Adams stated that he requested an appraisal since the District was involved in land acquisition and the land acquisition would be based upon the appraised value. In the spirit of moving the process along, which can take several weeks, he entered into a Letter Agreement with Integra Realty Resources – Southwest Florida (Integra), on behalf of the District. Mr. Wasser, as the primary land Developer, would offset the \$6,000 land appraisal cost. The appraisal would include two components; one being environmental, related to undevelopable lands, and the remainder related to developable land, including lake tracts, buffers and the roadway outside of the gatehouse, which are the lands that the District is contemplating acquiring, subject to the appraisal.

On MOTION by Mr. Cook and seconded by Mr. Everett, with all in favor, the Integra Realty Resources Proposal for Land Appraisal , was ratified.

TWELFTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of September 30, 2017

Mr. Adams presented the Unaudited Financial Statements as of September 30, 2017. Until now, the District has been quiet, with limited activity and meeting twice each year for the purposes of approving a draft budget and final adoption of the budget. Activity would start to ramp up now that the District was going live with financing and would meet more frequently, going through that process.

THIRTEENTH ORDER OF BUSINESS

Approval of August 21, 2017 Public Hearing and Regular Meeting Minutes

Mr. Adams presented the August 21, 2017 Public Hearing and Regular Meeting Minutes and asked for any additions, deletions or corrections.

On MOTION by Mr. Cook and seconded by Mr. MacDermott, with all in favor, the August 21, 2017 Public Hearing and Regular Meeting Minutes, as presented, were approved.

FOURTEENTH ORDER OF BUSINESS

Other Business

There being no other business, the next item followed.

FIFTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

There being no report, the next item followed.

B. District Engineer

There being no report, the next item followed.

C. District Manager

There being no report, the next item followed.

SIXTEENTH ORDER OF BUSINESS

Audience Comments/Supervisors' Requests

There being no audience comments or Supervisors' requests, the next item followed.

SEVENTEENTH ORDER OF BUSINESS


Adjournment

There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. Everett and seconded by Mr. MacDermott, with all in favor, the meeting adjourned at 10:37 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]


Secretary/Assistant Secretary


Chair/Vice Chair