

**MINUTES OF MEETING
WIND MEADOWS SOUTH
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Wind Meadows South Community Development District was held Tuesday, **June 9, 2021** at 12:00 p.m. at 4900 Dundee Road, Winter Haven, Florida.

Present and constituting a quorum:

| | |
|---------------|---------------------|
| Brent Elliott | Chairman |
| Halsey Carson | Vice Chair |
| Dottie Mobley | Assistant Secretary |

Also present were:

| | |
|-----------------|------------------------|
| Jill Burns | District Manager, GMS |
| Michelle Rigoni | Hopping Green and Sams |
| Ashton Bligh | Greenberg Traurig |
| Brian Hunter | Engineer |

FIRST ORDER OF BUSINESS

Introduction

A. Call to Order

Ms. Burns called the meeting to order and called the roll. Three Board members were present constituting a quorum.

B. Public Comment Period

There were no members of the public present for the meeting.

C. Oath of Office

Ms. Burns swore in three Supervisors; Mr. Brent Elliott, Mr. Halsey Carson, and Ms. Dottie Mobely. Ms. Burns asked that all forms be completed and turned in to her. She discussed compensation for Board members.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

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

Ms. Burns stated that since the Supervisors were familiar with Sunshine Laws, they would not cover that topic.

C. Election of Officers

1. Resolution 2021-01 Appointing Officers

Ms. Burns stated that the Board is required to elect officers and they needed to name a Chair, a Vice-Chair, she asked that she be named Secretary, Mr. George Flint the Assistant Secretary, and the other three Supervisors as Assistant Secretaries. The Board nominated Mr. Brent Elliot as Chair, Mr. Halsey Carson as Vice-Chair, and Ms. Dottie Mobley, Mr. Jeff Shenefield, and Mr. Brian Walsh as Assistant Secretaries. Ms. Burns was named Secretary and Mr. Flint was named Assistant Secretary.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-01 Appointing Officers with Mr. Brent Elliott as Chairman, Mr. Halsey Carson as Vice Chairman, Ms. Dottie Mobley, Mr. Jeff Shenefield, and Mr. Brian Walsh as Assistant Secretaries, Ms. Burns as Secretary, and Mr. George Flint as Assistant Secretary, was approved.

2. Resolution 2021-02 Appointing Treasurer and Assistant Treasurer

Ms. Burns stated that the Board is required to elect officers and asked that Mr. George Flint be named the Treasurer, and Ms. Katie Costa as Assistant Treasurer.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-02 Appointing Treasurer and Assistant Treasurer with Mr. George Flint as Treasurer, and Ms. Katie Costa as Assistant Treasurer, was approved.

THIRD ORDER OF BUSINESS Retention of District Staff

A. Consideration of Contract for District Management Services

i. Resolution 2021-03 Appointing District Manager

Ms. Burns reported that this resolution would appoint GMS as the District Manager. She noted the fee schedule was attached.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-03 Appointing GMS as the District Manager, was approved.

B. Consideration of Contract for District Counsel Services

i. Resolution 2021-04 Appointing District Counsel

Ms. Burns stated that this resolution will appoint Hopping Green & Sams as District Counsel. She noted that Ms. Rigoni was available for any questions.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-04 Appointing Hopping Green & Sams as District Counsel, was approved.

C. Resolution 2021-05 Selection of Registered Agent and Office

Ms. Burns stated that it is required by the state to have a registered agent and designate the office of this agent. Ms. Burns noted this would name Roy Van Wyk as a registered agent and his office address as the registered office location.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-05 Selecting Mr. Roy Van Wyk as the Registered Agent and his office as the Registered Office, was approved.

D. Resolution 2021-06 Appointing Interim District Engineer

Ms. Burns noted D and E could be taken together and stated this would appoint Hunter Engineering as the Interim District Engineer.

E. Consideration of Interim District Engineering Agreement

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-06 Appointing Hunter Engineering as the Interim District Engineer, and the District Engineering Agreement, was approved.

F. Request Authorization to Issue RFQ for Engineering Services

Ms. Burns stated Absolute would be the District Engineer until they go through the RFQ process in order to solicit proposals for a District Engineer as required by the statutes. These would be due August 2nd in time for the next meeting.

On MOTION by Mr. Elliott, seconded by Mr. Carson, 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 2021-07 Designation of Regular Monthly Meeting Date, Time and Location for Fiscal Year 2021

Ms. Burns stated the District is required to develop a meeting schedule. They had discussed options and she suggested the 2nd Wednesday at 1:30 PM at 4900 Dundee Road, Winter Haven, FL 33884.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-07 Designating the Regular Monthly Meeting Date for the Second Wednesday of the Month at 1:30 p.m., at 4900 Dundee Road, Winter Haven, FL 33884, was approved.

B. Consideration of Resolution 2021-08 Designation of Landowner’s Meeting Date, Time and Location

Ms. Burns recommended that the Landowner meeting be held at the next regular meeting which would be on August 11, 2021 at 1:30 p.m. at 4900 Dundee Road, Winter Haven, FL 33884.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-08 Designation of Landowner’s Meeting for August 11, 2021 at 1:30 p.m., location at 4900 Dundee Road, Winter Haven, FL 33884, was approved.

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

1. Consideration of Resolution 2021-09 Setting a Public Hearing to Consider the Proposed Rules of the District

A. Rules of Procedure

Ms. Burns noted the Rules of Procedure were included in the agenda package. She suggested the Public Hearing be August 11, 2021 at 1:30 p.m. at the Holiday Inn Express & Suites 2102 N. Park Rd., Lakeland Florida. 33801.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-09 Setting the Public Hearing for August 11,

2021 at 1:30 p.m., at 4900 Dundee Road, Winter Haven, FL 33884, was approved.

D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2021 and 2022

1. Consideration of Resolution 2021-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2021 and 2022 Budgets

Ms. Burns noted this was included in the package and that the 2021 budget was only a prorated version of the 2022 budget. She added that the fees were only invoiced as incurred and at least 60 days was needed, and this would line up with the budget adoption for the August 11th meeting at 1:30 p.m. at 4900 Dundee Road, Winter Haven, FL 33884.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-10 Setting the Public Hearing for August 11, 2021 at 1:30 p.m. at 4900 Dundee Road, Winter Haven, FL 33884, and Approving the Proposed Budget for Fiscal Years 2021 and 2022 Budgets, was approved.

2. Approval of the Fiscal Year 2021-2022 Developer Funding Agreement

Ms. Burns presented the Budget Funding Agreement with Clayton Properties Group. They agree to fund on the 2021 – 2022 budget that was just approved.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Fiscal Year 2021 and 2022 Developer Funding Agreement, was approved.

E. Resolution 2021-11 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

Ms. Burns suggested this Public Hearing be held on August 11th at 1:30 pm at 4900 Dundee Road, Winter Haven, FL 33884. The Board had no questions.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-11 Setting Date of Public Hearing for August 11, 2021 at 1:30 p.m., at 4900 Dundee Road, Winter Haven, FL 33884, 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, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Resolution 2021-12 Designating a Qualified Public Depository

Ms. Burns stated that generally SunTrust is used at all of the Districts. The Board asked if this was for O&M funds, Ms. Burns replied that it was.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-12 Designating SunTrust Bank as the District Depository, was approved.

B. Resolution 2021-13 Authorization of Bank Account Signatories

Ms. Burns asked that the signatories be herself, George Flint, and Katie Costa.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-13 Authorizing Jill Burns, George Flint and Katie Costa as Bank Account Signatories, was approved.

C. Consideration of Resolution 2021-14 Relating to Defense of Board Members

Ms. Burns noted that this resolution outlines legal support to Board members and staff as outlined in the resolution when acting in their capacity as Board members.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-14 Relating to Defense of Board Members, was approved.

D. Consideration of Resolution 2021-15 Authorizing the 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

Ms. Burns reported that this is a statutory requirement.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-15 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 ratified.

E. Consideration of Resolution 2021-16 Adopting Investment Guidelines

Ms. Burns stated was included in the package and this an alternative investment guideline for investment of public funds that are in excess of the amounts needed to make current operating expenses. There are four options outlined.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-16 Adopting Alternative Investment Guidelines, was approved.

F. Consideration of Resolution 2021-17 Authorizing Execution of Public Depositor Report

Ms. Burns reported that this authorizes the District Manager or Treasurer to file the report with the Treasurer of the State of Florida. The Board had no questions.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-17 Authorizing Execution of Public Depositor Report, was approved.

G. Consideration of Resolution 2021-18 Designating a Policy for Public Comment

Ms. Burns stated that this resolution sets forth guidelines and rules to govern public comment at public meetings. Florida Statue required that members be given a reasonable opportunity to be heard on any proposition.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-18 Designating a Policy for Public Comment, was approved.

H. Consideration of Resolution 2021-19 Adopting a Travel and Reimbursement Policy

Ms. Burns stated the Board of Statues establishes travel reimbursement rates, applicable to all public officers, employees, and authorized persons who are authorized to travel on behalf of a public agency, and this adopts those rates. The Board had no questions.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-19 Adopting a Travel and Reimbursement Policy, was approved.

I. Consideration of Resolution 2021-20 Adopting Prompt Payment Policy

Ms. Burns noted Florida statutes require timely payment to vendors and contractors and this policy outlines the terms attached as Exhibit A.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-20 Adopting Prompt Payment Policy, was approved.

J. Consideration of Resolution 2021-21 Adopting a Records Retention Policy

Ms. Burns stated that Resolution 2021-21 provides two options and attached is a memorandum from Hopping, Green, and Sams that outlines these options. Option 1 would allow for the timely destruction of records, while ensuring the District's policy is in compliance with state and federal laws. Option 2 states the District will not destroy any records at any point in time. She suggested going with Option 1.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor Resolution 2021-21 Adopting a Records Retention Policy of Option 1, was approved.

K. Consideration of Compensation to Board Members

Ms. Burns reviewed the subject of Board compensation of \$200 per meeting. All Supervisors declined compensation.

L. Resolution 2021-22 Selecting District Records Office Within Polk County

Ms. Burns stated the District Office would be 4900 Dundee Road, Winter Haven, FL 33884.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor Resolution 2021-22 Selecting District Records Office Within Polk County as 4900 Dundee Road, Winter Haven, FL 33884, was approved.

M. Resolution 2021-23 Designating the Primary Administrative Office and Principal Headquarters of the District

Ms. Burns stated the Primary Administrative Office would be GMS's office in Orlando at 219 East Livingston Street. The principal headquarters for establishing a venue would be 4900 Dundee Road, Winter Haven, FL 33884.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor Resolution 2021-23 Designating the Primary Administrative Office in Orlando and Principal Headquarters of the District as 4900 Dundee Road, Winter Haven, FL 33884, was approved.

N. Consideration of Website Services Agreement

Ms. Burns stated the agreement with Realign Web Design is to create the District's ADA compliant website. The fee is \$1,750. The Board had no questions.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Website Agreement with Realign Web Design, 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 for Polk County

Ms. Burns stated this will authorize staff to prepare a Public Facilities Report to be filed in Polk County before August 1st.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Authorization for staff to prepare a Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date of August 1st in Polk County, was approved.

SIXTH ORDER OF BUSINESS

Capital Improvements

A. Appointment of the Financing Team

1. Bond Counsel

Ms. Burns reported that the first agreement in the package is for bond counsel from Greenberg Traurig.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Agreement with Greenberg Traurig to Serve as Bond Counsel, was approved.

2. Investment Banker

Ms. Burns presented the agreement for underwriting services with FMS Bonds and it was included in the agenda package. She also stated their disclosure is included in the agenda package for review.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Agreement with FMS Bonds to Serve as the Underwriter, was approved.

3. Assessment Administrator

Ms. Burns stated this was already outlined in the agreement with the GMS contract that was approved.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Appointing GMS as the Assessment Administrator, was approved.

4. Trustee

Ms. Burns stated they have an agreement from US Bank to serve as the Trustee.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Agreement from US Bank to Serve as the Trustee, was approved.

B. Approval of Financing Team Funding Agreement

Ms. Burns stated this agreement is with Wind Meadow South, LLC. Because the District has not levied funds, this agreement states that Wind Meadow South, LLC will fund the financing of the District's funds.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Financing Team Funding Agreement with Wind Meadows South, LLC, was approved.

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Engineer's Report

Ms. Burns asked Brian Hunter, District Engineer, to review the report. Mr. Hunter presented the Engineer's Report, noting that a summary of District facilities as well as the cost estimate for Phases 1 and 2 was in the report.

Ms. Rigoni asked if it was his professional opinion that the costs were reasonable, to which he answered yes. She also asked if there was any reason to believe that the District could not carry out any of the improvements, to which he answered no.

Ms. Burns asked if there were any questions, and hearing none, asked for a motion to approve.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Engineer's Report, was approved.

B. Consideration of Assessment Methodology

Ms. Burns stated the Methodology Report allocated debt to the properties based on special benefit each received from the capital improvements, adding that the report would be supplemented with one or more supplemental methodology reports to reflect the actual terms and conditions at the time of issuance of the series of bonds.

Ms. Burns reviewed the report and updated tables. She noted that Mr. Van Wyk had commented that Phases 1 and 2 needed to be broken up into each of the tables attached with the totals. Ms. Rigoni asked if, based on the report, the methodologies were reasonably and fairly allocated, to which Ms. Burns answered yes. Ms. Rigoni also asked if the allocations showed the special benefits that the lands were receiving from the assessments to which Ms. Burns answered yes.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the Assessment Methodology in substantial form and Authorization for the Chairman to work with District Management to Finalize the Methodology, was approved.

C. Consideration of Resolution 2021-24 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Ms. Bligh presented this resolution and stated this kicks off the bond issuance process. It is authorized in the issuance of not to exceed of \$35,000,000 principal amount of bonds for the District. She noted they would come back to the Board with a Delegation Resolution with details describing a specific series of bonds the District intends to issue. Chapter 190 of Florida statues requires any bonds to be secured by a trust agreement. She further outlined the sections of the resolution for the Engineer’s Report.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-24 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved.

D. Consideration of Resolution 2021-25 Declaring Special Assessments and Approval of Assessment Methodology

Ms. Burns noted this would include those changes just noted on the record. She reviewed the resolution and noted it will kick off the assessment process. She stated this will be published in the paper twice.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-25 Declaring Special Assessment and Approval of Assessment Methodology, was approved.

E. Consideration of Resolution 2021-26 Setting Public Hearing for Special Assessments

Ms. Burns suggested the August 11th meeting at 1:30 pm at 4900 Dundee Road, Winter Haven, FL 33884.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Resolution 2021-26 Setting the Public Hearing for Special Assessments for August 11, 2021 at 1:30 p.m. at 4900 Dundee Road, Winter Haven, FL 33884, was approved.

EIGHTH ORDER OF BUSINESS

‘Other Business

A. Staff Reports

i. Attorney

Ms. Rigoni stated she did not have anything further to report.

ii. 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

Ms. Burns noted Funding Request No.1 was in the package and will be the funds to open up the account and handle the legal advertising for all public hearings and get insurance for the District.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, Funding Request No. 1, was approved.

NINTH ORDER OF BUSINESS

Adjournment

Ms. Burns adjourned the meeting.

On MOTION by Mr. Elliott, seconded by Mr. Carson, with all in favor, the meeting was adjourned.


Secretary/Assistant Secretary


Chairman/Vice Chairman