

**MINUTES OF MEETING
CROSSWINDS EAST
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Crosswinds East Community Development District was held Wednesday, **July 13, 2022** at 11:02 a.m. at 346 E. Central Avenue, Winter Haven, Florida.

Present and constituting a quorum:

Rennie Heath <i>joined late</i>	Chair
Lauren Schwenk	Vice Chair
Chuck Cavaretta	Assistant Secretary
Daniel Arnette	Assistant Secretary
Jessica Petrucci	Assistant Secretary

Also present were:

Jill Burns	District Manager, GMS
Roy Van Wyk	KE Law Group
Bob Gang <i>by Zoom</i>	Greenberg Traurig
Ashton Bligh <i>by Zoom</i>	Greenberg Traurig
Rey Malave <i>by Zoom</i>	Dewberry
Lisa Kelley <i>by Zoom</i>	Dewberry
Molly Banfield <i>by Zoom</i>	Dewberry
Jeremy LeBrun	GMS

FIRST ORDER OF BUSINESS

Introduction

A. Call to Order

Ms. Burns called the meeting to order and called the roll. Four Board members were present constituting a quorum. Mr. Heath joined the meeting late.

B. Public Comment Period

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

C. Oath of Office

Ms. Burns, being a notary of the State of Florida, swore in all Supervisors; Ms. Lauren Schwenk, Mr. Chuck Cavaretta, Mr. Daniel Arnette, and Ms. Jessica Petrucci. Ms. Burns asked that all forms be completed and turned in to her.

July 13, 2022

Crosswinds East CDD

SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

Ms. Burns confirmed that the meeting had been properly noticed as required by the statutes.

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 the Sunshine Law, they would not cover this item in detail.

C. Election of Officers

1. Resolution 2022-01 Appointing Officers

Ms. Burns stated that the Board is required to elect officers and stated that in the past they had Rennie Heath as Chair, Lauren Schwenk as Vice Chair, the other three Supervisors as secretaries. Ms. Burns asked that she be appointed Secretary, Mr. George Flint be appointed as an Assistant Secretary. The Board nominated Mr. Rennie Heath as Chair, Ms. Lauren Schwenk as Vice Chair, and Mr. Chuck Cavaretta, Mr. Daniel Arnette, and Ms. Jessica Petrucci as Assistant Secretaries. Ms. Burns was named Secretary and Mr. Flint was named Assistant Secretary.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-01 Appointing Officers with Mr. Rennie Heath as Chair, Ms. Lauren Schwenk as Vice Chair, and Mr. Chuck Cavaretta, and Mr. Daniel Arnette, and Ms. Jessica Petrucci as Assistant Secretaries, Ms. Burns as Secretary, and Mr. George Flint as Assistant Secretary, was approved.

2. Resolution 2022-02 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. Cavaretta, seconded by Mr. Arnette, with all in favor, Resolution 2022-02 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

July 13, 2022

Crosswinds East CDD

A. Consideration of Contract for District Management Services

i. Resolution 2022-03 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. Cavaretta, seconded by Ms. Schwenk, with all in favor, Resolution 2022-03 Appointing GMS as the District Manager, was approved.

B. Consideration of Contract for District Counsel Services

i. Resolution 2022-04 Appointing District Counsel

Ms. Burns stated that this resolution will appoint KE Law Group as District Counsel. She noted that Mr. Van Wyk was available for any questions.

On MOTION by Ms. Schwenk, seconded by Mr. Arnette, with all in favor, Resolution 2022-04 Appointing KE Law Group as District Counsel, was approved.

C. Resolution 2022-05 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 her as a registered agent and her office address as the registered office location.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-05 Selecting Ms. Burns as the Registered Agent and her office as the Registered Office, was approved.

D. Resolution 2022-06 Appointing Interim District Engineer

Ms. Burns noted these could be taken together and stated this would appoint Dewberry as the Interim District Engineer.

E. Consideration of Interim District Engineering Agreement

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-06 Appointing Dewberry Engineering as the Interim District Engineer, and Approving the District Engineering Agreement, was approved.

July 13, 2022

Crosswinds East CDD

F. Consideration of Proposal to Provide Professional Consulting Services as Interim Engineer from Dewberry

Ms. Burns stated this authorization for Dewberry to provide services.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, the Proposal to Provide Professional Counseling Services For Engineering from Dewberry, was approved.

G. Request Authorization to Issue RFQ for Engineering Services

Ms. Burns stated Dewberry will remain the interim engineer until the District is ready to go through the RFQ process.

On MOTION by Mr. Cavaretta, seconded by Mr. Arnette, with all in favor, Authorization To Allow Staff to Issue RFQ for Engineering Services, was approved.

FOURTH ORDER OF BUSINESS

Designation of Meetings and Hearing Dates

A. Consideration of Resolution 2022-07 Designation of Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2022/2022

Ms. Burns stated the District is required to develop a meeting schedule. She noted this is being revised in her office and suggested the 4th Wednesday at 10:15 a.m.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-07 Designating the Regular Monthly Meeting Date for the Fourth Wednesday of the Month at 10:15 a.m. at same location, was approved.

B. Consideration of Resolution 2022-08 Designation of Landowner’s Meeting Date, Time, and Location

Ms. Burns recommended that the Landowner meeting be held on August 24, 2022 at 10:15 a.m. at the same location

July 13, 2022

Crosswinds East CDD

On MOTION by Mr. Cavaretta, seconded by Mr. Arnette, with all in favor, Resolution 2022-08 Designation of Landowner’s Meeting for August 24, 2022 at 10:15 a.m., at same location, 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 2022-09 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 24, 2022 at 10:15 a.m. at the same location.

On MOTION by Mr. Cavaretta, seconded by Ms. Schwenk, with all in favor, Resolution 2022-09 Setting the Public Hearing for August 24, 2022 at 10:15 a.m., was approved.

D. Designation of Dates of Public Hearing on the Budgets for Fiscal Year 2022 and 2023

1. Consideration of Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2021/2022 and 2022/2023 Budgets

Ms. Burns noted this was included in the package. She suggested the meeting be set for September 28, 2022 at 10:15 a.m. at the same location. She noted this budget contains July, August, and September, and includes some field expenses. She added the budget is Developer funded.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-10 Setting the Public Hearing for September 28, 2022 at 10:15 a.m. at the same location and Approving the Proposed Budget for Fiscal Years 2022 and 2023 Budgets, was approved.

2. Approval of the Fiscal Year 2021/2022 and 2022/2023 Developer Funding Agreement

Ms. Burns presented the Budget Funding Agreement with GLK. They agree to fund on the 2022 – 2022 budget that was just approved. She noted it includes operations and maintenance.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, the Fiscal Year 2022 and 2023 Developer Funding Agreement, was approved.

July 13, 2022

Crosswinds East CDD

E. Resolution 2022-11 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 noted this outlines the District’s process to collect assessments using the Polk County tax bill when we are ready to do so. She suggested the public hearing for August 24, 2022 at 10:15a.m. in the same location.

On MOTION by Mr. Cavaretta, seconded by Ms. Schwenk, with all in favor, Resolution 2022-11 Setting the 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, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Resolution 2022-12 Designating a Qualified Public Depository

Ms. Burns stated that this would appoint the depository as Truist, is used at all of the Districts.

**Mr. Heath joined the meeting at this point. Ms. Burns performed the Oath of Office.*

On MOTION by Mr. Cavaretta, seconded by Mr. Heath, with all in favor, Resolution 2022-12 Designating Truist Bank as the District Depository, was approved.

B. Resolution 2022-13 Authorization of Bank Account Signatories

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

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, Resolution 2022-13 Authorizing Jill Burns, George Flint and Katie Costa as Bank Account Signatories, was approved.

C. Consideration of Resolution 2022-14 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.

July 13, 2022

Crosswinds East CDD

On MOTION by Mr. Heath, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-14, Relating to Defense of Board Members, was approved.

D. Consideration of Resolution 2022-15 Authorizing the District Counsel to Record in the Property Records of Polk County the “Notice of Establishment” in 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. Cavaretta, seconded by Mr. Arnette, with all in favor, Resolution 2022-15 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 approved.

E. Consideration of Resolution 2022-16 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. She explained the four options.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, Resolution 2022-16 Adopting Alternative Investment Guidelines, was approved.

F. Consideration of Resolution 2022-17 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 Ms. Schwenk, seconded by Mr. Arnette, with all in favor, Resolution 2022-17 Authorizing Execution of Public Depositor Report, was approved.

G. Consideration of Resolution 2022-18 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 Statute required that members be given a reasonable opportunity to be heard on any proposition.

July 13, 2022

Crosswinds East CDD

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-18 Designating a Policy for Public Comment, was approved.

H. Consideration of Resolution 2022-19 Adopting a Travel and Reimbursement Policy

Ms. Burns stated that the Florida statutes establish 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. Heath, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-19 Adopting a Travel and Reimbursement Policy, was approved.

I. Consideration of Resolution 2022-20 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. Cavaretta, seconded by Ms. Schwenk, with all in favor, Resolution 2022-20 Adopting Prompt Payment Policy, was approved.

J. Consideration of Resolution 2022-21 Adopting a Records Retention Policy

Ms. Burns stated that Resolution 2022-21 provides two options for retaining records and they recommend option one allowing staff to dispose of records as needed by the statutory schedule and the Board agreed. She suggested the Board adopt Option 1.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor Resolution 2022-21 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 elected to receive compensation.

July 13, 2022

Crosswinds East CDD

L. Resolution 2022-22 Selecting District Records Office Within Polk County

Ms. Burns stated the District Office would be 346 E. Central Avenue, Winter Haven, Florida.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor Resolution 2022-22 Selecting District Records Office Within Polk County as 346 E. Central Avenue, Winter Haven, FL., was approved.

M. Resolution 2022-23 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 346 E. Central Avenue.

On MOTION by Mr. Heath, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-23 Designating the Primary Administrative Office as the GMS office in Orlando at 219 E. Livingston St., Orlando, Fl 32801 and the Principal Headquarters of the District as 346 E. Central Avenue, Winter Haven, FL 33880, was approved.

N. Consideration of Website Services Agreement

Ms. Burns stated this agreement would be with ReAlign Web Design and noted the fee for \$1,750 is a one-time fee.

On MOTION by Mr. Heath, seconded by Mr. Cavaretta, with all in favor, the Agreement with ReAlign Web Design for \$1,750, 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.

July 13, 2022

Crosswinds East CDD

On MOTION by Mr. Cavaretta, seconded by Ms. Schwenk, 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 in Polk County, was approved.

SIXTH ORDER OF BUSINESS

Capital Improvements

A. Appointment of Financing Team

Ms. Burns noted this appoints a financing team.

1. Consideration of Resolution 2022-24 Appointing Bond Counsel

Ms. Burns noted this would be for Greenberg Traurig as Bond Counsel and the agreement is in the packet. Ms. Bligh was present via phone. Ms. Bligh clarified the current fee for the Board.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, Resolution 2022-24, Appointing Bond Counsel as Greenberg Traurig, was approved.

2. Consideration of Resolution 2022-25 Appointing an Investment Banker

Ms. Burns noted FMS Bond Specialist would be the investment banker.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, Resolution 2022-25, Appointing an Investment Banker as FMS Bond Specialist, was approved.

3. Assessment Administrator

Ms. Burns noted this would be with GMS and has been previously approved. She added the fee is included in the GMS contract already approved.

On MOTION by Mr. Heath, seconded by Mr. Cavaretta, with all in favor, the Assessment Administrator as GMS, was approved.

4. Trustee

Ms. Burns noted this proposal in the packet is with US Bank.

July 13, 2022

Crosswinds East CDD

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Trustee as US Bank, was approved.

5. Approval of Financing Team Funding Agreement

Ms. Burns explained that under the terms of this agreement any funds provided as part of this agreement would be reimbursed under the future bond issuance.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, the Financing Team Funding Agreement, was approved.

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Engineer's Report

The District Engineer gave an overview of his report. She noted the final lot count with 753 acres and is expected to consist of 3,732 residential lots including 20' townhome lots and 40' and 50' single family residential lots. She added it was her professional opinion that the public infrastructure is reasonable to complete the construction of the public infrastructure improvements. She was asked to review the costs chart and stated the total costs is estimated at \$140,071,749.34. It was stated the specifics of what was included, and she added they were reasonable costs. She was asked to send that out the final report to everyone without the draft stamp. Ms. Burns noted she would make the change on the size of the townhome lots. There were comments on the probable costs table to be added.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, the Engineer's Report, was approved as amended.

B. Consideration of Assessment Methodology

Ms. Burns reviewed the Master Assessment Methodology report. She noted this allocated the debt to the properties based on the benefits received and will be supplemented with one or more methodologies that will reflect the actual terms and conditions when bonds are issued. She reviewed each table. Table 1 will reflect 308 townhomes lots and 2,185 single family 40' lots and 1,239 single family 50, lots for a total of 3,732 units within the Crosswinds East. She added the townhomes have an ERU of .75, single family 40' at .8, and single family 50' is a 1. Table 2 reflects the costs estimates at \$140,071,549. Table 3 reflects the bond sizing of \$169,485,000. Table 4 shows the improvement cost of each product types. Table 5 shows the par debt per unit

July 13, 2022

Crosswinds East CDD

for the townhomes it is \$39,501.00, for the single family 40' it is \$42,134.00, and the single family 50' is \$52,668.00. Table 6 reflects the gross annual assessment is \$3,510.28, the single 40' is \$3,744.30, and the single family 50' is \$4,680.34. Table 7 shows the updated legal description and preliminary assessment roll. Ms. Burns stated the benefit received by the parcels is equal to or exceeds the burden placed on the parcels by the assessment amounts and that in her professional opinion that the assessments are fairly and reasonable apportioned across the product types.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, the Assessment Methodology, was approved as amended.

C. Consideration of Resolution 2022-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Ms. Bligh presented the resolution and noted it authorizes the issuance of a not to exceed of \$150,000,000 in aggregate principal amount bonds for the District. She noted that the bonds are required to be secured by a trust agreement. The Master Indenture is attached, and this resolution authorizes its execution and delivery. Ms. Bligh noted they will provide the District with a slip page reflecting the probable costs table for the Engineers Report dated July 12, 2022. US Bank Trust Company will be the Trustee. All bonds after 5 years must be validated and under Section 8 the District is authorizing District Counsel and Bond Counsel to proceed with filings of validation. Ms. Burns noted the amounts needed to be changed to \$170,000,000.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, Resolution 2022-26 as amended, Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved as amended.

D. Consideration of Resolution 2022-27, Declaring Special Assessments and Approval of Assessment Methodology

Ms. Burns noted that the assessments are included in the packet. The cost estimates are included with updated amounts.

On MOTION by Mr. Cavaretta, seconded by Mr. Heath, with all in favor, Resolution 2022-27, Declaring Special Assessment and Approval of Assessment Methodology, was approved.

July 13, 2022

Crosswinds East CDD

E. Consideration of Resolution 2022-28 Setting a Public Hearing for Special Assessments

Ms. Burns suggested August 24, 2022 at 10:15 a.m. at the same location. Mailed notices will be completed.

On MOTION by Mr. Cavaretta, seconded by Ms. Schwenk, with all in favor, Resolution 2022-28, Setting a Public Hearing for Special Assessments for August 24, 2022 at 10:15 a.m., was approved.

EIGHTH ORDER OF BUSINESS

Other Business

A. Consideration of Resolution 2022-29 Authorizing the Disbursement of Funds

Ms. Burns presented the resolution which outlines and authorizes the Chair and Manager to approve continual or non-continual expenses outside of a meeting.

On MOTION by Mr. Cavaretta, seconded by Mr. Heath, with all in favor, Resolution 2022-29 Authorizing the Disbursement of Funds, was approved.

B. Consideration of Resolution 2022-30 Granting the Chairperson and Vice Chairperson the Authority to Execute Plats and Documents Related to the Development of the District's Improvements

Ms. Burns stated this authorizes the Chair and Vice Chair to execute plats and other documents.

On MOTION by Mr. Cavaretta, seconded by Mr. Arnette, with all in favor, Resolution 2022-30 Granting the Chairperson and Vice Chairperson Authority to Execute Plats and Documents Related to the Development of the District's Improvements, was approved.

C. Consideration of Resolution 2022-31 Direct Purchase Resolution

Ms. Burns noted this allows the District to directly purchase construction materials since they are tax exempt. She added this is in the packet and names the District Engineer or the District manager as the purchasing agent.

On MOTION by Ms. Schwenk, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-31 Direct Purchase Resolution, was approved.

July 13, 2022

Crosswinds East CDD

D. Consideration of Resolution 2022-32 Authorizing the Use of Electronic Documents

Ms. Burns presented the resolution and noted it allows DocuSign for most items.

On MOTION by Mr. Heath, seconded by Mr. Cavaretta, with all in favor, Resolution 2022-32 Authorizing the Use of Electronic Documents, was approved.

E. Consideration of Resolution 2022-33 Adopting an Internal Controls Policy

Ms. Burns presented the resolution. This is a requirement for detecting fraud and/or waste.

On MOTION by Mr. Cavaretta, seconded by Mr. Arnette, with all in favor, Resolution 2022-33 Adopting an Internal Controls Policy, was approved.

F. Staff Reports

i. Attorney

Mr. Van Wyk stated they would file validation.

ii. Manager

Ms. Burns had nothing further to report.

G. Supervisors Requests

There being none, the next item followed.

H. Approval of Funding Request No. 1

Ms. Burns noted this request was in the package for review. This is an initial startup cost for ads, public hearings, and insurance.

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

July 13, 2022

Crosswinds East CDD

NINTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Heath, seconded by Mr. Cavaretta, with all in favor, the meeting was adjourned.

Jill Burns

Secretary/Assistant Secretary

Rennie Heath

Chairman/Vice Chairman