

**MINUTES OF MEETING
ESPLANADE AT MCKINNON GROVES
COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of the Esplanade at McKinnon Groves Community Development District was held on August 22 2024, immediately following the adjournment of the Landowners' Meeting, scheduled to commence at 10:30 a.m., at the City of Minneola City Hall, 800 N US Hwy 2, Minneola, Florida 34715.

Present were:

Susan Kane
Shane Willows
Garrett Stevenson

Chair
Vice Chair
Assistant Secretary

Also present:

Cindy Cerbone
Bennett Davenport
Larry Ray (via telephone)
Cynthia Wilhelm (via telephone)

District Manager
District Counsel
District Engineer
Bond Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 10:33 a.m.

Supervisors-Elect Kane, Willows and Stevenson were present. Supervisors-Elect Fidler and Kalin were not present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

PART 1: GENERAL DISTRICT ITEMS

GENERAL DISTRICT ITEMS

THIRD ORDER OF BUSINESS

**Administration of Oath of Office to Elected
Board of Supervisors**

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Ms. Kane, Mr. Stevenson and Mr. Willows. Supervisors Kane and Willows are experienced Board Members and are familiar with Items 3A through 3D.

Ms. Cerbone and Mr. Davenport provided and explained the following to Mr. Stevenson:

- 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**

Ms. Cerbone will meet with Mr. Stevenson to review these items in greater detail.

Mr. Davenport discussed public records laws, public records requests, and the Florida Code of Ethics, which addresses conflicts of interest, prohibited employment business relationships, conduct and actions. Staff should be contacted with any questions.

Ms. Cerbone noted that Board Members should keep CDD records, documents, meeting notes and emails separate from their personal records. Before providing any information related to public records requests, Board Members should contact the District Manager or District Counsel right away; in most cases, District Management will respond to all such requests.

Ms. Cerbone discussed Form 8B, which Board Members will use to disclose their employment and/or business affiliations that might pose a conflict of interest and stated that it will be kept on file and attached to meeting minutes when necessary.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2024-01, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners' Meeting; Providing a Severability Clause; and Providing an Effective Date

Ms. Cerbone presented Resolution 2024-01.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-01, Ratifying the Actions of the District Manager and District

Staff in Noticing the Landowners' Meeting; Providing a Severability Clause; and Providing an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2024-02, 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. Cerbone presented Resolution 2024-02 and recapped the results of the Landowners' Election, which will be inserted into Sections 1 and 2, as follows:

Seat 1	Susan Kane	180 votes	4-year Term
Seat 2	Garrett Stevenson	170 votes	2-year Term
Seat 3	Josh Kalin	170 votes	2-year Term
Seat 4	Andrea Fidler	170 votes	2-year Term
Seat 5	Shane Willows	180 votes	4-year Term

On MOTION by Ms. Kane and seconded by Mr. Stevenson, with all in favor, Resolution 2024-02, 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.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2024-03, Electing Certain Officers of the District, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2024-03. Ms. Kane nominated the following slate:

Chair	Susan Kane
Vice Chair	Shane Willows
Secretary	Craig Wrathell
Assistant Secretary	Garrett Stevenson
Assistant Secretary	Cindy Cerbone
Treasurer	Craig Wrathell
Assistant Treasurer	Jeffrey Pinder

No other nominations were made.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-03, Electing Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

PART 2: CONSENT AGENDA (ORGANIZATIONAL MATTERS, BANKING MATTERS & BUDGETARY MATTERS)

ORGANIZATIONAL MATTERS

SEVENTH ORDER OF BUSINESS

**Consideration of the Following
Organizational Matters:**

Ms. Cerbone discussed Consent Agenda procedures and stated that Item 7L will be removed from the Consent Agenda and presented at a future meeting.

Ms. Kane noted that Item 7M does not specify a due date for proposals. Mr. Davenport stated approval via Consent Agenda allows Staff to assign the due date.

Ms. Cerbone presented the following Consent Agenda Items:

- A. Resolution 2024-04, 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
- B. Resolution 2024-05, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date**
 - Fee Agreement: Kutak Rock LLP
- C. Resolution 2024-06, Designating a Registered Agent and Registered Office of the District; and Providing for an Effective Date**
- D. Resolution 2024-07, Appointing and Fixing the Compensation of the Interim District Engineer for the District and Providing an Effective Date**
 - Interim Engineering Services Agreement: Atwell, LLC
- E. Authorization of Request for Qualifications (RFQ) for Engineering Services**
- F. Board Member Compensation: 190.006 (8), F.S.**
- G. Resolution 2024-08, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date**

- H. Resolution 2024-09, 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**
- I. Resolution 2024-10, 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**
- J. Resolution 2024-11, 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**
- K. Resolution 2024-12, Authorizing Actions to Implement Capital Improvement Plan, Including the Conveyance and/or Acquisition of Real and Personal Property, Execution of Plats, Transfer of Permits, Execution of Contracts and Change Orders, Payment of Requisitions, and Other Actions as Described Herein, Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date**
- L. Resolution 2024-13, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District**
- M. Authorization of Request for Proposals (RFP) for Annual Audit Services**
 - **Designation of Board of Supervisors as Audit Committee**
- N. Strange Zone, Inc., Quotation #M24-1027 for District Website Design, Maintenance and Domain Web-Site Design Agreement**
- O. ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit**
- P. Resolution 2024-14, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date**
- Q. Memorandum to District Manager Regarding E-Verify Requirements**
- R. Consideration of Goals and Objectives Reporting [HB7013 - Special Districts Performance Measures and Standards Reporting]**

On MOTION by Ms. Kane and seconded by Mr. Stevenson, with all in favor, Consent Agenda Items 7A through 7R, with the exception of 7L, were approved and/or ratified and/or accepted.

BANKING MATTER(S)

EIGHTH ORDER OF BUSINESS

Consideration of the Following Banking Matter(s):

Ms. Cerbone presented the following Consent Agenda Items:

- A. Resolution 2024-15, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; and Providing an Effective Date**

BUDGETARY MATTERS

NINTH ORDER OF BUSINESS

Consideration of the Following Budgetary Matters:

- A. Budget Funding Agreements

 - I. Fiscal Year 2023/2024**
 - II. Fiscal Year 2024/2025****
- B. Resolution 2024-16, 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**
- C. Resolution 2024-17, 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**
- D. Resolution 2024-18, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date**
- E. Resolution 2024-19, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date**
- F. Resolution 2024-20, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date**

On MOTION by Mr. Willows and seconded by Ms. Kane, with all in favor, the Consent Agenda Items listed in the Eighth and Ninth Orders of Business, were approved and/or ratified and/or accepted.

PART 3: NON-CONSENT AGENDA (ORGANIZATIONAL MATTERS, BANKING MATTERS & BUDGETARY MATTERS)

ORGANIZATIONAL MATTERS

TENTH ORDER OF BUSINESS

Consideration of the Following Non-Consent Organizational Matters:

- A. Resolution 2024-21, Designating the Location of the Local District Records Office and Providing an Effective Date**

This item was deferred.

- B. Resolution 2024-22, 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 of Rule Development and Rulemaking

These items were included for informational purposes.

Ms. Cerbone presented Resolution 2024-22 and the accompanying Exhibits.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-22, To Designate November 14, 2024 at 10:30 a.m., immediately following the adjournment of the Langley South CDD meeting, at the City of Minneola City Hall, 800 N US Hwy 2, Minneola, Florida 34715, as the 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, was adopted.

- C. Resolution 2024-23 Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2024/2025 and Providing for an Effective Date**

Ms. Cerbone presented Resolution 2024-23. The consensus was that meetings will be held on the second Thursday of every month at 10:30, at this location, immediately following the adjournment of the Langley South CDD meeting,.

The following will be inserted into the Fiscal Year 2025 Meeting Schedule:

MEETING DATES: October 10, 2024; November 14, 2024; December 12, 2024; January 9, 2025; February 13, 2025; March 13, 2025; April 10, 2025; May 8, 2025; June 12, 2025; July 10, 2025; August 14, 2025; and September 11, 2025

TIME: 10:30 AM

LOCATION: City of Minneola City Hall, 800 N US Hwy 2, Minneola, Florida 34715

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-23, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2024/2025 and Providing for an Effective Date, was adopted.

BANKING MATTER(S)

ELEVENTH ORDER OF BUSINESS

Consideration of the Following Non-Consent Banking Matter(s):

- A. Resolution 2024-24, Designating a Public Depository for Funds of the District and Providing an Effective Date**

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-24, Designating Truist Bank as a Public Depository for Funds of the District and Providing an Effective Date, was adopted.

BUDGETARY MATTER(S)

TWELFTH ORDER OF BUSINESS

Consideration of the Following Non-Consent Budgetary Matter(s):

- A. Resolution 2024-25, Approving Proposed Budgets for Fiscal Year 2023/2024 and Fiscal Year 2024/2025 and Setting Public Hearings Thereon Pursuant to Florida Law; and Providing for an Effective Date**

Ms. Cerbone presented Resolution 2024-25 and the proposed Fiscal Year 2024 and Fiscal Year 2025 budgets, which are Landowner-funded, with expenses funded as they are

incurred. The proposed Fiscal Year 2024 budget is a partial year budget and the proposed Fiscal Year 2025 budget reflects the expenses based on a full-year, full budget. District Management will charge \$2,000 per month until bonds are issued. Once bonds are issued, District Management will charge its full fee of \$4,000 per month. Any budgeted expenses not incurred will not be billed.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-25, Approving Proposed Budgets for Fiscal Year 2023/2024 and Fiscal Year 2024/2025 and Setting Public Hearings Thereon Pursuant to Florida Law on November 14, 2024 at 10:30 a.m., immediately following the adjournment of the Langley South CDD meeting, at the City of Minneola City Hall, 800 N US Hwy 2, Minneola, Florida 34715; and Providing for an Effective Date, was adopted.

PART 4: BOND FINANCING & PROJECT RELATED MATTERS

BOND FINANCING RELATED MATTERS

THIRTEENTH ORDER OF BUSINESS

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

A. Bond Financing Team Funding Agreement

Ms. Cerbone presented the Bond Financing Team Funding Agreement.

On MOTION by Mr. Stevenson and seconded by Mr. Willows, with all in favor, the form of the Bond Financing Team Funding Agreement, was approved.

B. Engagement of Bond Financing Professionals

I. Underwriter/Investment Banker: FMSbonds, Inc.

Ms. Cerbone distributed the FMSbonds, Inc. Agreement for Underwriter Services and G-17 Disclosure.

On MOTION by Ms. Kane and seconded by Mr. Stevenson, with all in favor, the FMSbonds, Inc., Agreement for Underwriter Services and G-17 Disclosure, was approved.

II. Bond Counsel: Nabors Giblin & Nickerson, PA

Ms. Wilhelm presented the Nabors Giblin & Nickerson, PA Engagement Letter to serve as Bond Counsel.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, the Nabors Giblin & Nickerson, PA. Engagement Letter for Bond Counsel Services, was approved.

III. Trustee, Paying Agent and Registrar: US Bank

This item was deferred to the next meeting.

C. Resolution 2024-26, 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

Ms. Cerbone presented Resolution 2024-26, related to the CDD's intent to utilize the Uniform Method of levying and collecting special assessments using the services of the Property Appraiser and Tax Collector.

Discussion ensued regarding a pending boundary amendment, a reduction parcel and a parcel to be included within the next 60 days.

Ms. Cerbone recommended approval contingent upon confirmation by District Counsel.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-26, Designating a Date, Time, and Location of November 14, 2024 at 10:30 a.m., immediately following the adjournment of the Langley South CDD meeting, at the City of Minneola City Hall, 800 N US Hwy 2, Minneola, Florida 34715, 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, pending confirmation by District Counsel, was adopted.

D. Resolution 2024-27, 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.

E. Presentation of Master Engineer's Report

This item was deferred.

F. Presentation of Master Special Assessment Methodology Report

This item was deferred.

G. Resolution 2024-28, Authorizing the Issuance of Not to Exceed \$_____ Esplanade at McKinnon Groves Community Development District Capital Improvement Revenue Bonds, in One or More Series; Approving the Form of a Master Trust Indenture; Appointing a Trustee, Registrar and Paying Agent; Approving a Capital Improvement Program; Authorizing the Commencement of Validation Proceedings Relating to the Bonds; and Providing an Effective Date

Mr. Davenport presented Resolution 2024-28, which accomplishes the following:

- Authorizes issuance of a not to exceed \$58,000,000 aggregate principal amount of Capital Improvement Revenue bonds in one or more series.
- Authorizes and approves execution and delivery of the Master Trust Indenture.
- Appoints U.S. Bank Trust Company, National Association, as the Trustee, Registrar and Paying Agent.
- Approves the Capital Improvement Program.
- Authorizes and directs District Counsel and Bond Counsel to file for validation.

Ms. Wilhelm will forward an updated Resolution with the amount incorporated.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-28, Authorizing the Issuance of Not to Exceed \$58,000,000 Esplanade at McKinnon Groves Community Development District Capital Improvement Revenue Bonds, in One or More Series; Approving the Form of a Master Trust Indenture; Appointing a Trustee, Registrar and Paying Agent; Approving a Capital Improvement Program; Authorizing the Commencement of Validation Proceedings Relating to the Bonds; and Providing an Effective Date, was adopted.

Ms. Cerbone presented the following:

- A. Resolution 2024-29, Directing District Staff to File a Request with the County Commission of Lake County, Florida, to Change the Name of the District, and Authorizing Such Other Actions as are Necessary In Furtherance Thereof; and Providing an Effective Date**

Ms. Cerbone presented Resolution 2024-29, related to the change of the CDD name from “Esplanade at McKinnon Groves Community Development District” to “EA McKinnon Groves Community Development District”.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, Resolution 2024-29, Directing District Staff to File a Request with the County Commission of Lake County, Florida, to Change the Name of the District, and Authorizing Such Other Actions as are Necessary In Furtherance Thereof; and Providing an Effective Date, was adopted.

- B. Resolution 2024-30, Directing the Chairman and District Staff to Request the Passage of an Ordinance by the Board of County Commissioners of Lake County, Florida, Amending the District’s Boundaries, and Authorizing Such Other Actions as are Necessary in Furtherance of that Process; and Providing an Effective Date**

Ms. Cerbone presented Resolution 2024-30 and read the title.

Ms. Kane discussed the upcoming boundary amendment, which will exclude a fire station parcel and add a small sliver of the Hartwood Marsh Road realignment to the CDD’s boundaries.

On MOTION by Mr. Willows and seconded by Ms. Kane, with all in favor, Resolution 2024-30, Directing the Chairman and District Staff to Request the Passage of an Ordinance by the Board of County Commissioners of Lake County, Florida, Amending the District’s Boundaries, and Authorizing Such Other Actions as are Necessary in Furtherance of that Process; and Providing an Effective Date, was adopted.

- C. Boundary Amendment Funding Agreement**

Ms. Cerbone presented the Boundary Amendment Funding Agreement.

On MOTION by Ms. Kane and seconded by Mr. Willows, with all in favor, the Boundary Amendment Funding Agreement, was approved.

D. Acquisition Agreement

This item was deferred.

E. Temporary Construction and Access Easement Agreement

This item was deferred.

FIFTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: Kutak Rock LLP

B. District Engineer (Interim): Atwell, LLC

There were no District Counsel or District Engineer reports.

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

Ms. Cerbone stated the next meeting will be held on November 14, 2024.

SIXTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

SEVENTEENTH ORDER OF BUSINESS

Public Comments

No members of the public spoke.

EIGHTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Ms. Kane and seconded by Mr. Stevenson, with all in favor, the meeting adjourned at 11:16 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair