

**MINUTES OF MEETING
WATER TANK ROAD
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Water Tank Road Community Development District was held Tuesday, **March 12, 2024** at 1:15 p.m. at 346 E. Central Ave., Winter Haven, Florida.

Present and constituting a quorum:

Lauren Schwenk *by Zoom*
Daniel Arnette
Lindsey Roden
Jessica Petrucci

Vice Chairman
Assistant Secretary
Assistant Secretary
Assistant Secretary

Also present were:

Jill Burns
Lauren Gentry
Rey Malave *by Zoom*
Chace Arrington *by Zoom*
Ashton Bligh *by Zoom*
Bob Gang *by Zoom*

District Manager, GMS
District Counsel, Kilinski Van Wyk Law
Interim District Engineer, Dewberry
Interim District Engineer, Dewberry
Bond Counsel, Greenberg Traurig
Bond Counsel, Greenberg Traurig

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 and one Board member joining via Zoom.

B. Public Comment Period

Ms. Burns stated that they just have the Board members and staff at the meeting. There are no members of the public to provide comment.

C. Oath of Office

**Lauren Schwenk joined the meeting in person at this time for the oath.*

Ms. Burns stated that there were five initial Board members named in the petition and that is who will be the initial Board members until they hold a Landowners' Election. Ms. Burns swore in Mr. Daniel Arnette, Ms. Lindsey Roden, Ms. Jessica Petrucci, and Ms. Lauren Schwenk.

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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

C. Election of Officers

1. Consideration of Resolution 2024-01 Appointing Officers

Ms. Burns stated that they need to elect a Chair, Vice Chair and Assistant Secretaries. She noted that they ask the Board to name her, Jill Burns, as Secretary along with George Flint in their office as an Assistant Secretary. The Board agreed for Rennie Heath to be Chairman, Lauren Schwenk to be Vice Chairman and the other three Supervisors to be Assistant Secretaries.

On MOTION by Ms. Roden, seconded by Mr. Arnette, with all in favor, Resolution 2024-01 Appointing Jill Burns as Secretary, George Flint as Assistant Secretary, Rennie Heath as Chairman, Lauren Schwenk as Vice Chairman and Daniel Arnette, Lindsey Roden, and Jessica Petrucci as Assistant Secretaries, was approved.

2. Consideration of Resolution 2024-02 Appointing Treasurer and Assistant Treasurers

Ms. Burns stated that this names George Flint in their office as Treasurer and Katie Costa and Darrin Mossing as Assistant Treasurers.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-02 Appointing George Flint as Treasurer and Katie Costa and Darrin Mossing as Assistant Treasurers, was approved.

THIRD ORDER OF BUSINESS

Retention of District Staff

A. Consideration of Contract for District Management Services

1. Consideration of Resolution 2024-03 Appointing District Manager

Ms. Burns stated this resolution would appoint GMS as the District Manager for Water Tank Road CDD. She noted that their standard form of agreement is included as well and is consistent with all their other Districts they have done in the past year. She was happy to answer any questions on any of the fees that are listed on Exhibit A.

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On MOTION by Ms. Petrucci, seconded by Mr. Arnette, with all in favor, Resolution 2024-03 Appointing GMS as District Manager, was approved.

B. Consideration of Contract for District Counsel Services

1. Consideration of Resolution 2024-04 Appointing District Counsel

Ms. Burns stated this resolution would appoint Kilinski | Van Wyk PLLC as their District Counsel. Ms. Lauren Gentry was happy to answer any questions. Their agreement is included in the agenda packet for review. Ms. Gentry explained that this was their standard form.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-04 Appointing Kilinski | Van Wyk PLLC as District Counsel, was approved.

C. Consideration of Resolution 2024-05 Selection of Registered Agent and Office

Ms. Burns stated this resolution names her, Jill Burns, as the Registered Agent and her office in Orlando.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-05 Selection of Registered Agent and Office, was approved.

D. Consideration of Resolution 2024-06 Appointing Interim District Engineer

Ms. Burns stated this resolution would name Dewberry Engineers, Inc. as their Interim District Engineer. Ray Malave was happy to answer any questions.

On MOTION by Ms. Petrucci, seconded by Mr. Arnette, with all in favor, Resolution 2024-06 Appointing Dewberry Engineers, Inc. as Interim District Engineer, was approved.

E. Consideration of Interim District Engineering Agreement

The Interim District Engineer Agreement is included in the agenda packet for review.

F. Request Authorization to Issue RFQ for Engineering Services

Ms. Burns stated engineering services is one of the professionals that has to go through the RFQ process where they will place an ad to solicit qualification statements. Then, they will

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come back to the Board for review and rankings. The ad that will be placed pending authorization from the Board is included in the agenda packet for review.

On MOTION by Ms. Roden, seconded by Mr. Arnette, with all in favor, Authorizing Staff to Issue RFQ for Engineering Services, was approved.

FOURTH ORDER OF BUSINESS

Designation of Meetings and Hearing Dates

A. Consideration of Resolution 2024-07 Designation of Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2024

Ms. Burns stated the date that they have in there is the fourth Wednesday of each month at 9:15 a.m. The Board agreed with the dates, time and location as presented.

On MOTION by Ms. Petrucci, seconded by Mr. Arnette, with all in favor, Resolution 2024-07 Designation of Regular Monthly Meeting Date, Time, and Location for the Fiscal Year 2024 for the Fourth Wednesday of Each Month at 9:15 a.m. in the Same Location, was approved.

B. Consideration of Resolution 2024-08 Designation of Landowner’s Meeting Date, Time, and Location

Ms. Burns stated they need to hold a Landowners’ Election within 90 days of establishment. The proposed date would be Wednesday, April 24, 2024 at 9:15 a.m. in their current location.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-08 Designation of Landowner’s Meeting for April 24, 2024 at 9:15 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 2024-09 Setting a Public Hearing to Consider the Proposed Rules of the District

A. Rules of Procedure

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Ms. Burns stated Resolution 2024-09 was included in their agenda packet for review. She noted that those rules were attached. She suggested April 24, 2024 at 9:15 a.m. in their current location.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-09 Setting the Public Hearing for April 24, 2024 at 9:15 a.m. in their current location, was approved.

D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2023/2024 and 2024/2025

1. Consideration of Resolution 2024-10 Setting the Public Hearing and Approving the Proposed Budget for Fiscal Year 2023/2024 and 2024/2025 Budget

Ms. Burns presented Resolution 2024-10, which is included in the agenda packet for review. She noted that they need at least 60 days to send this to the city and the county, so the proposed date is May 22, 2024 at 9:15 a.m. in their current location, which is their regular May meeting. She was happy to answer any questions.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-10 Setting the Public Hearing for May 22, 2024 at 9:15 a.m. at the same location and the Proposed Budget for Fiscal Year 2023/2024 and 2024/2025 Budget, was approved.

2. Approval of the Fiscal Year 2023/2024 and Fiscal Year 2024/2025 Developer Funding Agreements

Ms. Burns stated this was with Cassidy Land Development, LLC and that entity will agree to fund the operations and maintenance of the District based on the budget that the Board eventually approves.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, the Fiscal Year 2023/2024 and Fiscal Year 2024/2025 Developer Funding Agreements, was approved.

E. Consideration of Resolution 2024-11 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

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Ms. Burns stated this was the hearing they would go through so they can collect their assessments on roll when they are ready to do that. The suggested date is April 24, 2024 at 9:15 a.m. at their current location.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-11 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 for April 24, 2024 at 9:15 a.m. in the same location, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Consideration of Resolution 2024-12 Designating a Qualified Public Depository

Ms. Burns stated this resolution was the account they would establish for O&M funds. The suggestion was Truist, which is where they have all the accounts for all the other Districts. She was happy to answer questions.

On MOTION by Mr. Arnette, seconded by Ms. Roden, with all in favor, Resolution 2024-12 Designating Truist as Qualified Public Depository, was approved.

B. Consideration of Resolution 2024-13 Authorization of Bank Account Signatories

Ms. Burns stated this resolution authorizes the Secretary, Treasurer and Assistant Treasurer to be signers on the account. She was happy to answer any questions.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-13 Authorization of Bank Account Signatories, was approved.

C. Consideration of Resolution 2024-14 Relating to Defense of Board Members

Ms. Burns stated this resolution outlines that certain Officers and staff of the District will be provided legal support in the event that they are named in a lawsuit in relation to their duty to the District.

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On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-14 Relating to Defense of Board Members, was approved.

D. Consideration of Resolution 2024-15 Authorizing District Counsel’s Actions in Recording the Property Records of Polk County, Florida the “Notice of Establishment” in accordance with Chapter 190.0485, Florida Statutes

1. Notice of Establishment

Ms. Burns presented Resolution 2024-15 to the Board.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-15 Authorizing District Counsel’s Actions in Recording the Property Records of Polk County, Florida the Notice of Establishment in Accordance with Chapter 190.0485, Florida Statutes, was approved.

E. Consideration of Resolution 2024-16 Adopting Investment Guidelines

Ms. Burns stated Florida Statutes outlines options that are available through the District to invest funds that they have that are in excess of the amounts that they need for general operating procedures. The options available were listed in the agenda packet for review.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-16 Adopting Investment Guidelines, was approved.

F. Consideration of Resolution 2024-17 Authorizing Execution of Public Depositor Report

Ms. Burns stated this resolution authorizes the District Manager or the Treasurer to sign and submit that report to the state.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-17 Authorizing Execution of Public Depositor Report, was approved.

G. Consideration of Resolution 2024-18 Designating a Policy for Public Comment

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Ms. Burns stated this resolution outlines policies and procedures that allow members of the public who may attend their meetings to comment on any items that may be coming before the Board.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-18 Designating a Policy for Public Comment, was approved.

H. Consideration of Resolution 2024-19 Adopting a Travel and Reimbursement Policy

Ms. Burns stated Florida Statutes establishes standard travel and reimbursement rates for their Public Officers or employees who are traveling on behalf of a public agency. That policy is attached to the resolution for review.

On MOTION by Mr. Arnette, seconded by Ms. Petrucci, with all in favor, Resolution 2024-19 Adopting a Travel and Reimbursement Policy, was approved.

I. Consideration of Resolution 2024-20 Adopting Prompt Payment Policy

Ms. Burns stated Florida Statutes requires timely payment to vendors and contractors who are providing certain events or services to the District. This policy is consistent with Florida Statutes.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-20 Adopting Prompt Payment Policy, was approved.

J. Consideration of Resolution 2024-21 Adopting a Records Retention Policy

Ms. Burns stated there are two options and resolutions provided along with a memo from Ms. Gentry's firm outlining those two options. Their staff recommendation is to go with option one, which allows them to destroy records based on state guidelines rather than option two, which would require them to keep all paper for all end of time.

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On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor Resolution 2024-21 Adopting a Records Retention Policy Option 1, was approved.

K. Consideration of Compensation to Board Members

Ms. Burns stated Board members are allowed to receive compensation for up to \$200 per meeting. All Board members agreed to receive compensation.

L. Consideration of Resolution 2024-22 Selecting District Records Office Within Polk County

Ms. Burns presented Resolution 2024-22 to the Board. The District records office will be their current location at 346 E. Central Ave., Winter Haven, Florida.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-22 Selecting District Records Office Within Polk County, was approved.

M. Consideration of Resolution 2024-23 Designating the Primary Administrative Office and Principal Headquarters of the District

Ms. Burns stated this would name the primary administrative office Ms. Burns office in Orlando and then the principal headquarters is this address 346 E. Central Ave., Winter Haven, Florida.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-23 Designating the Primary Administrative Office and Principal Headquarters of the District, was approved.

N. Consideration of Website Services Agreement

Ms. Burns stated this was from ReAlign Web Design. It's a one-time fee of \$1,750 and they will create an ADA compliant website for the District.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, the Website Services Agreement, was approved.

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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 is just authorizing the preparation and filing of the public facilities report when it's due.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Authorization to Prepare 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

1. Consideration of Resolution 2024-24 Appointing Bond Counsel

Ms. Burns stated this resolution appoints Greenberg Traurig, P.A. as the District's Bond Counsel.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Appointing Greenberg Traurig, P.A. as Bond Counsel, was approved.

2. Consideration of Resolution 2024-25 Appointing Investment Banker

Ms. Burns stated this resolution appoints FMS Bonds as their Investment Banker and Underwriter for the future bond issuance.

On MOTION by Mr. Arnette, seconded by Ms. Petrucci, with all in favor, Appointing FMS Bonds as the Underwriter, was approved.

3. Assessment Administrator

Ms. Burns stated the fees are included in the contract the Board already approved in the GMS contract, which was approved earlier in this meeting.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Appointing GMS Bonds as Assessment Administrator, was approved.

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4. Trustee

Ms. Burns presented a proposal from US Bank, which is included in the agenda package for review. She stated that they are required to designate a trustee as part of the bond validation process.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Appointing the Trustee, was approved.

B. Approval of Financing Team Funding Agreement

Ms. Burns stated this was with Cassidy Land Development, LLC.

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

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Engineer’s Report *(to be provided under separate cover)*

Mr. Malave stated they provided the Engineer’s report dated March 12. The report provides for the Water Tank Road Community Development District located within the town of Lake Hamilton. It is a total acreage of about 289 acres consisting of 1306 residential units as detailed in both of the land use table and as shown in the distribution of units. The project is proposed to be done under two phases. The total comes up to approximately \$66,375,444 broken up into two phases. The costs are based on today’s dollars, and they are adequate for the development and construction of these proposed improvements within the District.

On MOTION by Mr. Arnette, seconded by Ms. Petrucci, with all in favor, the Engineer’s Report, was approved in substantial form.

B. Consideration of Master Assessment Methodology *(to be provided under separate cover)*

Ms. Burns stated this assessment report allocates debt to properties that are going to benefit from the Capital Improvement Plan that Mr. Malave just reviewed in his report. This report will be supplemented by one or more Supplemental Assessment Methodologies based on the actual terms of the bonds when they are ready to issue those. This is setting their cap assessment level. She reviewed the tables provided in this report.

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On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, the Master Assessment Methodology, was approved in substantial form.

C. Consideration of Resolution 2024-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Mr. Gang presented Resolution 2024-26 to the Board. This is authorizing the issuance of not to exceed \$87,370,000 aggregate principal amount of Water Tank Road Community Development District Special Assessment Bonds. He explained that this was the initial step to validating and ultimately issuing their bonds.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved.

D. Consideration of Resolution 2024-27 Declaring Special Assessments and Approval of Assessment Methodology and Setting Public Hearing for Special Assessments

Ms. Burns stated this resolution will kick off their assessment process. The Board will come back and hold a public hearing to levy those assessments. The date is April 24, 2024 at 9:15 a.m. at this location.

Ms. Gentry also stated this resolution kicks off their Master Assessment process. She explained that it does make preliminary findings that the benefits from the improvements will accrue to the property improved, the amount of those benefits will exceed the amount of the Assessments, and the Assessments are fairly and reasonably allocated. This resolution refers back to the Engineer's report and assessment report that the Board just approved. She noted that Sections 4A and 4B will be filled in with the corresponding numbers from those reports. Section 4A will have the total cost of the improvements, which is \$66,375,444. Section 4B will be filled in with the total estimated par amount of \$87,370,000. She was happy to answer any questions.

On MOTION by Ms. Petrucci, seconded by Ms. Roden, with all in favor, Resolution 2024-27 Declaring Special Assessments and Approval of Assessment Methodology and Setting Public Hearing

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D. Consideration of Resolution 2024-31 Authorizing the Use of Electronic Documents and Signatures

Ms. Burns stated this resolution will allow the District to utilize something like DocuSign to execute the majority of the District's documents.

On MOTION by Ms. Roden, seconded by Mr. Arnette, with all in favor, Resolution 2024-31 Authorizing the Use of Electronic Documents and Signatures, was approved.

E. Consideration of Resolution 2024-32 Adopting an Internal Controls Policy

Ms. Burns stated Florida Statutes requires that a District establish internal controls that are designed to prevent fraud, waste or abuse and encourage compliance with applicable laws, rules, contracts, grant agreements, and best practices.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Resolution 2024-32 Adopting an Internal Controls Policy, was approved.

F. Approval of Funding Request No. 1

Ms. Burns stated this was the initial amount to open the District's bank account and also fund all of those public hearing notices and everything that they have as well as procure insurance for the District.

On MOTION by Ms. Roden, seconded by Ms. Petrucci, with all in favor, Funding Request No. 1, was approved.

G. Staff Reports

i. Attorney

a) E-Verify Memorandum

Ms. Gentry had nothing to report to the Board.

ii. Manager

There being no comments, the next item followed.

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H. Supervisor's Requests

There being no requests, the next item followed.

NINTH ORDER OF BUSINESS

Adjournment

Ms. Burns asked the Board for adjournment.

On MOTION by Mr. Arnette, seconded by Ms. Roden, with all in favor, the meeting was adjourned.

Jill Burns

Secretary/Assistant Secretary

DocuSigned by:

Rennie Heath

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Chairman/Vice Chairman