

**MINUTES OF MEETING
LAWSON DUNES
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Lawson Dunes Community Development District was held on Tuesday, **February 1, 2022** at 2:27 p.m. at 346 E. Central Ave., Winter Haven, Florida.

Present and constituting a quorum were:

Rennie Heath	Chairman
Lauren Schwenk	Vice Chair
Justin Frye	Assistant Secretary
Patrick Marone	Assistant Secretary

Also, present were:

Jill Burns	District Manager, GMS
Roy Van Wyk	KE Law
Bob Gang <i>by Zoom</i>	Greenberg Traurig
Ashton Bligh <i>by Zoom</i>	Greenberg Traurig
Rey Malave <i>by Zoom</i>	Dewberry

The following is a summary of the discussions and actions taken at the February 1, 2022 Lawson Dunes Community Development District's Organizational Board of Supervisor's Meeting.

FIRST ORDER OF BUSINESS

Introduction

A. Call to Order

Ms. Burns called the meeting to order at 2:27 p.m. Four Supervisors were in attendance at the meeting constituting a quorum.

B. Public Comment Period

There were no public members present.

C. Oath of Office

Ms. Burns conducted the oath of office to the new Supervisors.

SECOND ORDER OF BUSINESS

Organizational Matters

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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 the meeting notice had been documented properly as required by statutes.

C. Election of Officers

1. Resolution 2022-01 Appointing Officers

Ms. Burns reviewed the current status of officers as: Mr. Heath as Chair and Ms. Schwenk as Vice Chair, and Mr. Frye and Mr. Marone as Assistant Secretaries. She noted GMS staff George Flint would be appointed as Assistant Secretary and herself as Secretary. Ms. Burns asked if the Board would like to keep these the same. A motion was made to keep the same slate.

On MOTION by Ms. Schwenk, seconded by Mr. Heath, with all in favor, Resolution 2022-01 Appointing Officers with Mr. Heath as Chair, Ms. Schwenk as Vice Chairperson, Mr. Frye and Mr. Marone as Assistant Secretaries, and GMS staff George Flint as Assistant Secretary and Jill Burns as Secretary, was approved.

2. Resolution 2022-02 Appointing Treasurer and Assistant Treasurer

Ms. Burns suggested GMS staff as George Flint, Katie Costa, as Treasurer and Assistant Treasurer.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-02 Appointing Treasurer as Mr. Flint and Katie Costa as Assistant Treasurer, was approved.

THIRD ORDER OF BUSINESS

Retention of District Staff

A. Consideration of Agreement for District Management Services

Ms. Burns noted that the District Manager will be GMS.

1. Resolution 2022-03 Appointing District Manager

Ms. Burns noted the agreement form is included with fees for GMS.

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On MOTION by Mr. Heath, seconded by Mr. Marone, with all in favor, Resolution 2022-03 Appointing District Manager as GMS, was approved.

B. Consideration of Agreement for District Counsel Services

Ms. Burns noted that KE Law Group will be the District Counsel

2. Resolution 2022-04 Appointing District Counsel

Ms. Burns noted fees were included in the packet.

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

C. Resolution 2022-05 Selection of Registered Agent and Office

Ms. Burns stated that this would name herself and the office in Orlando as the registered agent and office.

On MOTION by Mr. Heath, seconded by Ms. Schwenk, with all in favor, Resolution 2022-05 Selection of Registered Agent and Office, was approved.

D. Resolution 2022-06 Appointing Interim District Engineer

E. Consideration of Interim District Engineering Agreement

Ms. Burns noted the interim engineer would be Dewberry Engineering. Ms. Burns noted the agreement was in the packet.

On MOTION by Mr. Heath, seconded by Mr. Marone, with all in favor, Resolution 2022-06 Appointing Interim District Engineer as Dewberry and the Interim District Engineering Agreement, were approved.

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F. Request Authorization to Issue RFQ for Engineering Services

Ms. Burns stated she needed a motion to issue the RFQ for engineering services. She suggested the due date be March 4, 2022.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, the Authorization 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 2021/2022

Ms. Burns suggested the meetings be held on the first Tuesday of the month at 2:15 p.m. The meeting will be at the same location.

On MOTION by Mr. Heath, seconded by Ms. Schwenk, with all in favor, Resolution 2022-07 Designation of Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2022 as the 1st Tuesday of the month at 2:15 p.m. at the same location, was approved.

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

Ms. Burns suggested the Landowner’s meeting be held on April 5, 2022 at 2:15 p.m. at the same location.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-08 Designation of Landowner’s Meeting Date, Time, and Location for April 5, 2022 at 2:15 p.m. at the same location, was approved.

C. Designation of Date 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

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Ms. Burns stated that a copy of the Rules of Procedure was included in the agenda packet. Ms. Burns also suggested this public hearing be held in conjunction with the April 5, 2022 at 2:15 p.m. meeting.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-09 Setting a Public Hearing to Consider the Proposed Rules of the District for April 5, 2022 at 2:15 p.m. at the same location, was approved.

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

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

Ms. Burns proposed they set the date for May 3, 2022 at 2:15 p.m. at the same location. She added the budget is included for the Board review.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2022 Budget for May 3, 2022 at 2:15 p.m. at the same location, was approved.

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

Ms. Burns noted this will fund this year's budget. (CH Dev)

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, the Fiscal Year 2021/2022 Developer Funding Agreement with CH Dev, was approved as amended.

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 suggested April 5, 2022 at 2:15 p.m. at the same location for this meeting.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, 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 Assessment in

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Accordance with Section 197.3632, Florida Statutes for April 5, 2022 at 2:15 p.m. at the same location, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Resolution 2022-12 Designating a Qualified Public Depository

Ms. Burns proposed using Truist (formerly Sun Trust) as the District’s qualified public depository.

On MOTION by Ms. Schwenk, seconded by Mr. Frye, with all in favor, Resolution 2022-12 Designating a Qualified Public Depository as Truist, was approved.

B. Resolution 2022-13 Authorization of Bank Account Signatories

Ms. Burns noted the approved signatories would be the Treasurer and Assistant Treasurer elected today as Jill Burns, Katie Costa, and George Flint.

On MOTION by Ms. Schwenk, seconded by Mr. Frye, with all in favor, Resolution 2022-13 Authorization of Bank Account Signatories as the Treasurer and Assistant Treasurer (George Flint, Jill Burns and Katie Costa), were approved.

C. Consideration of Resolution 2022-14 Relating to Defense of Board Members

Ms. Burns presented Resolution 2022-14. The Board had no questions.

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

D. Consideration of 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

1. Notice of Establishment

Ms. Burns noted this is for authorization for the Notice of Establishment to be recorded.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-15 Ratifying District Counsel Recording the “Notice of Establishment” in the Property Records of Polk County in Accordance with Chapter 190.0485, Florida Statutes, was approved.

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E. Consideration of Resolution 2022-16 Adopting Investment Guidelines

Ms. Burns stated that this would allow the Board to invest any funds in excess of the amounts needed to meet current operating expenses.

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

F. Consideration of Resolution 2022-17 Authorizing Execution of Public Depositor Report

Ms. Burns noted this authorizes the District Manager’s office to transmit that report to the state.

On MOTION by Mr. Heath, seconded by Mr. Frye, 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 establishes the policy for comments in a meeting.

On MOTION by Mr. Heath, seconded by Mr. Frye, 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 noted this is for travel reimbursement for Supervisors on District business and is in line with Florida statutes.

On MOTION by Mr. Heath, seconded by Mr. Frye, 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 stated this is in accordance with Florida statutes and included in the packet.

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On MOTION by Mr. Heath, seconded by Ms. Schwenk, with all in favor, Resolution 2022-20 Adopting a Prompt Payment Policy, was approved.

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

Ms. Burns noted this policy is in accordance with Florida statutes and has two options included in the packet. She suggested the Board choose option 1.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-21 Adopting a Records Retention Policy, was approved.

K. Consideration of Compensation to Board Members

Ms. Burns stated this is for Board members attending CDD meetings to be compensated at \$200 a meeting for a maximum of 24 meetings per year. All Board members agreed to compensation. This is accordance with Florida statute and no vote was needed.

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

Ms. Burns proposed this be 346 E Central Avenue Winter Haven, Florida as the records office.

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

M. Resolution 2022-23 Designating the Primary Administrative Office and Principal Headquarters of the District

Ms. Burns proposed this be the GMS offices in Orlando, Florida at 219 E. Livingston Street, and the principal headquarters would be the GMS office in Osceola.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-23 Designating the Primary Administrative Office and Principal Headquarters of the District as the GMS offices, was approved.

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N. Consideration of Website Services Agreement

Ms. Burns stated the agreement is in the package and is required by statute. This is with ReAlign Web Design and the set-up fee will be \$1,750.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, the Website Services Agreement, 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 noted this is filed on an annual basis.

On MOTION by Mr. Frye, seconded by Ms. Schwenk, with all in favor, 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, 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 Trauig as Bond Counsel and the agreement is in the packet. Mr. Bligh was present via phone to answer any questions.

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

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

Ms. Burns stated that this would appoint FMS Bond Specialist as the underwriter and the information is included in the agenda packet.

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On MOTION by Mr. Heath, seconded by Mr. Frye, 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 appoint GMS as the Assessment Administrator.

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

4. Trustee

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

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

B. Approval of Financing Team Funding Agreement

Ms. Schwenk suggested this be with CH Dev.

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

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Engineer’s Report

The District Engineer gave an overview of this report noting it would consist of approximately 77.41 acres with an expected quantity of lots of 386. He noted that Tables 1 & 2 show the breakdown of the information. Capital improvements are included and descriptions of each one. Total proposed cost of the project is \$10,992,113.55. He stated that this total was based on current prices of infrastructure and offered to answer any questions.

Legal questions were reviewed by Mr. Roy Van Wyk:

1. Is there any reason you cannot construct the project as outlined in your report? Mr. Malave replied no, there is not any other reason this cannot be built.

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2. Those improvements and cost estimates that you provided, all the cost estimates are comparable for what you've seen in your other improvements to be constructed? Mr. Malave replied yes, they are.

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

B. Consideration of Assessment Methodology

Ms. Burns reviewed the Master Assessment Methodology report. She explained this allocates debt to the properties based on the special benefits from the Districts capital improvement plan. This will be supplemented with one or more supplemental assessment methodologies that will reflect actual terms of the bonds at the time that those are issued. She explained this is based on the Engineer's report. She then explained the tables attached to the report:

Table 1 – the development program that matches the Engineer's Report that was reviewed. This includes a single family 40' lot (ERU 0.8) and a single family 50' lot (ERU 1.0) There are a total of 386 lots within the community.

Table 2 – infrastructure costs estimated at \$10,992,114.

Table 3 – preliminary bond sizing at \$14,525,000 used to generate construction funds.

Table 4 – Improvement cost per unit that allocates the benefit across property types

Table 5 – shows the par debt per unit

Table 6 – shows the net and gross annual debt assessment per unit

Table 7 – shows the preliminary assessment roll. CH Dev is now the only property owner.

Ms. Burns stated that the property was fairly and reasonably apportioned across the product types and they receive a special benefit from the improvements that will be constructed and the benefit is equal to or in excess of the assessments that will be placed on the property.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, the Assessment Methodology, was approved.

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

Mr. Gang stated that this resolution was the first step in the bond issuance process. It is authorizing the issuance of a not-to-exceed amount of \$15,000,000 in the aggregate principal

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amount of bonds. She stated that they would come back to the Board with a delegation resolution with details describing a series of bonds that the District intends to issue. She also stated that Chapter 190 requires any bonds to be secured by a trust agreement for certain projects and Section 5 authorizes and approves the execution and delivery of the master indenture which was included as an exhibit to the resolution. Mr. Gang also stated that under Section 7, the District is appointing US Bank as the trustee. Chapter 75 requires any bonds maturing after 5 years to be validated. Under Section 8, the District is authorizing and directing the District Counsel and Bond Counsel to proceed with filing for validation.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, Resolution 2022-26 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 suggested the assessments are included in the packet. She stated that this resolution adopts the assessment methodology and engineer's report. She also stated that these were fairly and reasonable apportioned and that the benefit on those properties is equal to or in excess of the burden of the assessments placed on those properties.

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

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

Ms. Burns suggested April 5, 2022 at 2:15 p.m. at the same location.

On MOTION by Ms. Schwenk, seconded by Mr. Frye, with all in favor, Resolution 2022-28, Setting a Public Hearing for Special Assessments for April 5, 2022 at 2:15 p.m., was approved.

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

Ms. Burns stated this resolution was in the Board package and outlines the procedures for full continuing expenses, owner O&M expenses and non-continuing O&M expenses. She added this allows us to keep the District running without having Board approval for the resolutions.

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

EIGHTH ORDER OF BUSINESS

Other Business

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

Ms. Burns stated Polk County is one that requires this in order for the plats to be recorded.

On MOTION by Mr. Heath, seconded by Mr. Frye, 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.

B. Consideration of Resolution 2022-31 Direct Purchase Resolution

Ms. Burns noted this allows the District to directly purchase construction materials since we 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 Mr. Frye, seconded by Mr. Heath, with all in favor, Resolution 2022-31 Direct Purchase Resolution, was approved.

C. Consideration of Temporary Access & Construction Easement Agreement

Mr. Van Wyk stated that this allows the District to make improvements on the property and allows them to begin construction and have access to the land. This would be with CH Dev.

On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, the Temporary Access & Construction Easement Agreement, was approved.

D. Consideration of Construction Funding Agreement

Mr. Van Wyk stated that this allows for the District to receive funding in advance of the issuance of bonds for the construction commenced prior to the issuance of bonds. This would be with CH Dev.

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On MOTION by Mr. Heath, seconded by Mr. Frye, with all in favor, the Construction Funding Agreement, was approved.

E. Staff Reports

i. Attorney

Mr. Van Wyk stated that as soon as the meeting is complete, they will start the process of filing for validation.

ii. Manager

Ms. Burns noted she had nothing further.

F. Supervisors Requests

There being none, the next item followed.

G. Approval of Funding Request No. 1

Ms. Burns noted this request is in the package for review, and that this was the initial funds needed to open the account.

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

NINTH ORDER OF BUSINESS

Adjournment

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

Jill Burns
Secretary/Assistant Secretary

Rennie Heath
Chairman/Vice Chairman