

MINUTES OF MEETING
STOREY PARK
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Storey Park Community Development District was held on Thursday, February 28, 2019 at 4:00 p.m. at the Offices of GMS-CF, LLC, 135 W. Central Blvd, Suite 320, Orlando, Florida.

Present and constituting a quorum were:

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| Rob Bonin | Chairman |
| Lane Register | Assistant Secretary |
| Ben Kraljev | Assistant Secretary |

Also present were:

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| George Flint | District Manager |
| Andrew d'Adesky | District Counsel |
| Alan Scheerer | Field Manager |
| Christina Baxter | District Engineer by phone |

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order and called the roll. A quorum was present.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Acceptance of Resignation from Jeff Adelman

Mr. Flint: You received a resignation from Jeff Adelman, which was included in your agenda package. We need a motion to accept his resignation.

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the resignation of Jeff Adelman was accepted.

B. Appointment of Individual to Fulfill the Board Vacancy with a Term Ending November 2020

C. Administration of Oath to Newly Appointed Supervisor

D. Consideration of Resolution 2019-01 Electing Assistant Secretary

Mr. Flint: Does the Board have any nominations to fill the vacancy at this time?

Mr. Bonin: Not at this time.

Mr. Flint: We will place this item on the next agenda. You can continue to operate with four Board Members.

THIRD ORDER OF BUSINESS

Approval of the October 25, 2018 Board of Supervisors Meeting and Acceptance of Minutes of the October 25, 2018 Audit Committee Meeting

Mr. Flint: We have the minutes from the October 25, 2018 Board of Supervisors and Audit Committee meetings. Does the Board have any comments? If not, we need a motion to approve the minutes.

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the minutes of the October 25, 2018 Board of Supervisors and Audit Committee meetings were approved, as presented.

FOURTH ORDER OF BUSINESS

Ratification of Agreement with Grau & Associates to Provide Auditing Services for Fiscal Year 2018

Mr. Flint: The Board went through a competitive selection process for the auditors, if you recall, appointed themselves as the Audit Committee and went through a bid process, choosing Grau & Associates to perform the annual independent audit. This is the first year of the five-year contract at a price not-to-exceed \$4,500. This is consistent with what they provided in their proposal when you selected them. Because there is a timeline to complete the audit and you haven't met since October, I executed this agreement as it was consistent with the bid, the price and the budget. Therefore, I request the Board to ratify that action.

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the Agreement with Grau & Associates to provide auditing services for Fiscal Year 2018 in an amount not-to-exceed \$4,500 was ratified.

FIFTH ORDER OF BUSINESS

Consideration of Non-Ad Valorem Assessment Administration Agreement

Mr. Flint: This is an agreement with the Orange County Property Appraiser for the District to use the uniform method of collection for the assessments, which means placing it on the Tax Bill. The statutes require that we enter into agreements with the Property Appraiser and

Tax Collector and define the fees they can collect. This is a standard agreement, similar to what you have seen in the past. The fee is equivalent to \$1 per parcel, which is consistent with what they charged before.

Mr. d'Adesky: It's the same agreement. It hasn't changed in form.

Mr. Flint: We need a motion to approve it.

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the Non-Ad Valorem Assessment Administration Agreement with the Orange County Property Appraiser was approved.

SIXTH ORDER OF BUSINESS

Consideration of Disclosure of Public Financing for Series 2015 and 2018 Bonds

Mr. Flint: In your agenda package are the Disclosures of Public Financing for the Series 2015 and 2018 Bonds. We are required by Statute, when issuing bonds to prepare a Disclosure of Public Financing and we've provided those for Assessment Areas 1 and 2. Anytime someone purchases property within the District, one thing they are going to see in the title work is the Notice of Establishment that was recorded when the District was established. They will also see this Disclosure of Public Financing, which describes what a CDD is, that the District issued debt to fund certain infrastructure improvements and the nature of those improvements, based on the Engineer's Report. It also includes the debt service assessments by product type. This information will be disclosed to anyone purchasing a house or land within the District through the title work. We have two Disclosures of Public Financing, one for the 2015 series of bonds for Assessment Area 1 one for the 2018 series of bonds for Assessment Area 2. Are there any questions on the disclosures? If not, we need a motion to approve them and authorize the recording.

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the approval of the Disclosures of Public Financing for Series 2015 and 2018 Bonds and authorization for staff to record the same was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Renewal of Landscape Maintenance Agreement with Down to Earth Landscape

Mr. Flint: The Landscape Maintenance Agreement with Down To Earth Landscape & Irrigation expires at the end of this month so we prepared a new agreement extending the term and consolidating all of the areas the District is currently maintaining. It includes a termination provision without cause with 30 days' notice, so if there's any desire to make a change or bid these services out with a 30-day notice without cause, the District can get out of this contract. Does the Board have any questions or comments?

Mr. d'Adesky: We prepared it. It's our standard form contract. I think in discussions with Alan, this only includes what we are currently maintaining. It doesn't provide for any of the ponds we may be acquiring and maintaining in the future.

Mr. Scheerer: Correct. At the last meeting, the Board approved everything that was on Storey Park Addendum Map 2018. We just combined that with the Storey Park installation of 2/22/18 and is in line with your current budget.

Mr. Flint: So it matches with the budget amount for the current year.

Mr. Scheerer: Correct.

Mr. Register: Is this a continuation of their old numbers?

Mr. Flint: Yes, and it consolidates all of the areas they were maintaining into one agreement. There are no increases. As new areas have been accepted and turned over, we included them in the agreement so it's not been rebid, but it may be prudent at some point, to bid these services out. In order to keep the services going, our recommendation would be to approve this agreement and if you decide to bid them out, we can do that and terminate this agreement; however, I believe the current agreement ends at the end of this month, which is today.

Mr. d'Adesky: This is Exhibit A, which doesn't have their language, correct? It is our Request for Proposal (RFP).

Mr. Flint: It's our scope.

Mr. Register: The existing scope.

Mr. Flint: The HOA is going to have to bid out separate from us, but we can try to coordinate with them as much as we can. Because this exceeds \$200,000, there's a sealed bid process that we have to go through, but the Board is going to have a set of criteria that not only includes price, but experience, financial capability of the company and knowledge of the project.

Mr. Kraljev: So it's a matrix.

Mr. Flint: It's a matrix. The price is typically 15% of the total cost so you are not locked into hiring the low bidder.

Mr. d'Adesky: With a 30 day out, you don't have to think too hard about timing in terms of when you do that.

Mr. Flint: We tried to have a fairly comprehensive scope. I don't think we have any annuals.

Mr. Scheerer: We don't have annuals even though its stated.

Mr. Flint: It includes Palm tree trimming and everything else. It's not ala carte.

Mr. Register: So we can approve these and then work through it.

Mr. d'Adesky: I think that's the best course.

Mr. Register: And then issue an addendum if you need to accommodate them.

Mr. d'Adesky: Right. In a subsequent contract, we can include any addendum just like we did here.

Mr. Flint: If the HOA goes through a bidding process and select a contractor, when the Board Members are evaluating the agreement, you can weigh that in your deliberations. Are there any questions about this particular renewal?

Mr. Register: I don't think we have any choice.

Mr. Flint: You need to keep the services going.

Mr. Scheerer: We are ready to grow grass.

Mr. Flint: You have the option. It's not hard to get out of this.

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| On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the renewal of Landscape Maintenance Agreement with Down to Earth Landscape & Irrigation was approved. |
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EIGHTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Flint: Is there anything else, Andrew?

Mr. d'Adesky: No. I'm going to follow up in the next couple of weeks to make sure all of the conveyances are there. Obviously, as things turnover to operation, we want to make sure we are also acquiring them and going through that process. So, I will make sure that we have all of these tracts in our possession.

Mr. Kraljev: Are there any turnovers that are in motion right now?

Mr. d'Adesky: I have not been working on any conveyances in the past couple of months.

Mr. Kraljev: Is Christina on the phone?

Mr. Flint: Yes.

Mr. Kraljev: Christina, its Ben. I didn't know if we had anything in motion turnover-wise, so we have the turnovers for a limited number of ponds, but it looks like there are some for the older ponds.

Ms. Baxter: Yes.

Mr. Kraljev: We have to get Lennar to sign off on some of them that are joint. Is that correct?

Ms. Baxter: Yes, there are permit transfers from Lennar to the CDD for the Water Management Permit for operations and maintenance (O&M).

Mr. Kraljev: Has the corresponding property been turned over as well?

Ms. Baxter: That is something Andrew will have to speak to.

Mr. Kraljev: Okay. These kind of look like the first generation, Christina. Are we coming along on some of the more recent ones like the I-2 and I-3 Ponds down Innovation Way South?

Ms. Baxter: As soon as they are certified complete and through that process, we will do the turnovers.

Mr. Kraljev: Okay.

Ms. Baxter: I know we have one that is not ready for signature yet, which is Parcel L that we are working on. I think the one for the I Ponds is in the package you have.

Mr. Kraljev: Can we check on whether Ponds I-2 and I-3 were turned over?

Ms. Baxter: Yes, pond I-3 has not been turned over because Innovation Way South is not certified complete through the City of Orlando.

Mr. Kraljev: But we are close.

Ms. Baxter: Correct.

Mr. d'Adesky: If you have the permits, send them to me and I will track the parcels and can give you a copy.

Mr. Kraljev: That's perfect.

B. Engineer

Mr. Flint: Christina, do you have anything else under your Engineer's Report?

Ms. Baxter: We are working on construction fund requisitions for the 2015 and 2018 bonds to request the full amount that's available. We are waiting on the revised numbers as of March 1st and then we will submit those to the District for review.

Mr. Flint: We talked about certifying both projects complete. There is a process in the bond documents that we have to go through, allowing us to close out these projects and the construction accounts.

Ms. Baxter: Can you send me the information so I can take a look at it?

Mr. d'Adesky: Sure. Have we acquired everything we need to acquire as part of those two projects?

Mr. Flint: We usually do it by resolution. We can send you an example of the resolution and backup from another District.

Ms. Baxter: Andrew, are you doing Bills for Sale for each?

Mr. d'Adesky: Yes, and the deeds if there is property. There should be Bills of Sale corresponding with any conveyance of improvements. If there is something that doesn't have a Bill of Sale, we need to get that.

Ms. Baxter: Do you have a log or table of the Bills of Sale that we have done?

Mr. d'Adesky: I can send that to you. No problem, Christina.

Ms. Baxter: That would be helpful and then we can cross check that against what's been completed and we can catch anything that is past due.

Mr. d'Adesky: Exactly. That is what I was more concerned with because I know that some things have slipped, but if we can catch them up, certify it complete and be done with our obligations, that's fine. Lennar will be happy because that terminates their obligations.

Ms. Baxter: Okay.

Mr. d'Adesky: Thank you.

C. District Manager's Report

i. Approval of Check Register

Mr. Flint: You have the Check Register in your agenda package for the General Fund for January 18, 2019 through February 21, 2019 totaling \$40,704.03. Are there any questions? If not, I would ask for a motion to approve it.

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the Check Register was approved.

ii. Balance Sheet and Income Statement

Mr. Flint: You have the Unaudited Financial Statements through January 31st. In the Capital Projects Funds, what Christina was just mentioning is there is still \$116,000 in the Series 2018 project that she is working to requisition and \$6,100 left in the Series 2015 project. So, we are working on getting those zeroed out to get Lennar reimbursed for some of their expenses. Then you have the General and Debt Service Funds. Are there any questions on the financials? Hearing none,

NINTH ORDER OF BUSINESS

Supervisor's Request

Mr. Flint: Was there anything else that the Board wanted to talk about that wasn't on the agenda?

Mr. Kraljev: Yes. Typically, when there are transfers there is an entity, which you are going to find on SunBiz; however, the CDD is a quasi-government.

Mr. Flint: We are not on SunBiz.

Mr. Kraljev: What documentation is there for the CDD? Are there Articles of Incorporation?

Mr. Flint: We are a government entity.

Mr. d'Adesky: We have our Establishment Ordinance.

Mr. Flint: We can provide the Establishment Ordinance from the City of Orlando. We are an independent Special District with an elected Board. That's like asking the City of Orlando to provide a certificate.

Mr. Kraljev: Christina, can you let Allison know that because she is trying to chase that down?

Ms. Baxter: Okay.

Mr. Flint: The Water Management District should understand that. So maybe the one filling out the form is confused.

Ms. Baxter: They always seem to ask me whether they should understand it or not.

Mr. Flint: The City of Orlando just told me for a playground permit that they couldn't find us on SunBiz. I told them, "You are not going to find us on SunBiz."

Mr. Kraljev: But there must be some document that establishes the CDD.

Ms. Baxter: If you could send me the Establishment Ordinance so I can keep it in our files, that would be helpful.

Mr. d'Adesky: I will get it to you.

Mr. Flint: The document that the City of Orlando adopted is the Establishing Ordinance.

Ms. Baxter: Okay, thank you.

Mr. Flint: Is there anything else? If not, I would entertain a motion to adjourn.

TENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Register seconded by Mr. Bonin with all in favor the meeting was adjourned.


Secretary/Assistant Secretary


Chairman/Vice Chairman