

MINUTES OF MEETING  
GRANDE PINES  
COMMUNITY DEVELOPMENT DISTRICT

The Regular meeting of the Board of Supervisors of the Grande Pines Community Development District was held Monday, August 17, 2020 at 10:00 a.m. via Zoom Video Conferencing, pursuant to Executive Orders 20-52, 20-69, 20-112, 20-150 and 20-179 issued by Governor DeSantis on March 9, 2020, March 20, 2020, April 29, 2020, June 23, 2020 and July 30, 2020 respectively, and any extensions or supplements thereof, and pursuant to Section 120.54(5)(b)2., *Florida Statutes*.

Present and constituting a quorum:

Linda Kepfer	Chairperson
Katie Peck	Vice Chair
Michael Finocchio	Assistant Secretary
Michael McQuarrie	Assistant Secretary

Also present were:

George Flint	District Manager, GMS
Jan Carpenter	District Counsel
Kristen Trucco	District Counsel
Christy Baxter	District Engineer
Justin Rowan	MBS Capital Markets

**FIRST ORDER OF BUSINESS**

**Roll Call**

Mr. Flint called the meeting to order and called the roll. Three Board members were present constituting a quorum.

**SECOND ORDER OF BUSINESS**

**Public Comment Period**

Mr. Flint: We do not have any members of the public here to provide comment.

**THIRD ORDER OF BUSINESS**

**Organizational Matters**

**A. Acceptance of Resignation of Steven Smith**

Mr. Flint: We did receive a resignation from Steven Smith which was included in the agenda. Is there a motion to accept the resignation?

On MOTION by Ms. Kepfer, seconded by Mr. Finocchio, with all in favor, the resignation of Steven Smith, was approved.

**B. Appointment of Individual to Fulfill the Board Vacancy with a Term Ending November 2022**

Mr. Flint: Anytime there is a vacancy on the Board, the remaining Board members nominate an individual to fill the vacancy. The only requirement is that they be a resident of the State of Florida and a citizen of the United States. Are there any nomination to fill the vacancy?

Ms. Kepfer: Yes, I nominate Mike McQuarrie.

On MOTION by Ms. Kepfer, seconded by Ms. Peck, with all in favor, the Appointment of Michael McQuarrie to fill the Board Vacancy with a Term Ending November 2022, was approved.

**C. Administration of Oath of Office to Newly Appointed Supervisor**

Mr. Flint: Since we are meeting remotely, unfortunately I am not able to swear Mike in for the position. Unless you have another notary on site where Mike is, otherwise Mike can participate in the discussions today and the Board Meeting, but he can't officially vote on anything until we get the oath administered. We couldn't do that until he's actually on the Board. We will get Mr. McQuarrie the Oath of the Office and the Disclosure forms and other information after the meeting.

Mr. Finocchio: I sent that in, I don't know if that's all you needed.

Mr. Flint: I've got yours; I don't have Mike McQuarrie's.

Mr. Finocchio: Okay, I thought you meant me. I'm Mike too.

Mr. Flint: Sorry, yes Mike McQuarrie was just appointed I can't swear him in over Zoom. I'll get the oath to him and once we get that, he's an official member of the Board.

Mr. McQuarrie: I think I also sent in a notary form through Roy. He asked me to sign Notary forms, I'm not sure if you got those yet?

Mr. Flint: No, I did not, but you wouldn't have been able to do the oath until you were officially appointed.

Mr. McQuarrie: It may have been for a different HOA.

Mr. Flint: It could have been. We will email you the information today and if you have any questions let me know.

**D. Consideration of Resolution 2020-27 Electing an Assistant Secretary**

Mr. Flint: Next is electing an Assistant Secretary. Steven Smith was an Assistant Secretary. We provided a resolution electing Mike as an Assistant Secretary. However if you don't want to make Mike an Assistant Secretary and you want to reconsider your other officers, you can do that. If you want to just put Mike in the slot that Steve was in, then you would adopt the resolution in the agenda. Right now, Linda is the Chair, Katie is Vice Chair, and Jennifer and Michael Finocchio are Assistant Secretaries, and Steven was an Assistant Secretary. If you want to make Mike McQuarrie an Assistant Secretary you could adopt this resolution, or we can reconsider all the officers.

Ms. Kepfer: I'm good with Assistant Secretary, Katie did you have any other direction?

Ms. Peck: I'm fine with that.

Mr. Flint: You can always change it at any time. If that's the desire then a motion to approve the Resolution 2020-27, electing Mr. McQuarrie as an Assistant Secretary.

On MOTION by Ms. Kepfer, seconded by Mr. Finocchio, with all in favor, Resolution 2020-27 Electing Mike McQuarrie Assistant Secretary, was approved.

**FOURTH ORDER OF BUSINESS**

**Approval of Minutes of the July 20, 2020 Meeting**

Mr. Flint: Did the Board have any comments or correction on the July 20, 2020 minutes?

Ms. Kepfer: I had no changes.

On MOTION by Ms. Kepfer, seconded by Ms. Peck, with all in favor, the minutes of the July 20, 2020 meeting, were approved.

**FIFTH ORDER OF BUSINESS**

**Presentation of Series 2020 Supplemental Assessment Methodology**

Mr. Flint: The Board previously held an Assessment Hearing and imposed a master lien on the first, what we are calling Assessment Area One of the project. That takes all the improvements that the CDD financed and imposes a lien on that land. Later when we actually get

the price the bonds, a Supplemental Assessment Methodology is prepared and utilizes the target assessment rates that they are planned to be used. We are just putting this on for informational purposes, there's really no action that has to be taken at this point. Once the bonds are priced and sold, you will be adopting what we call a Finalizing Resolution which will have a Supplemental Methodology reflecting the actual interest rate and terms from the bond issue. I did email a revised version of this this morning. I apologize for the lateness of that. So, this is the Preliminary Supplemental Assessment Methodology for Assessment Area One. It's preliminary because we haven't actually priced the bonds yet, but as part of the offering that's prepared to use to market the bonds, there is a preliminary supplemental that's included in that document. Table 1 shows the development plan for Assessment Area One. It's projected that there will be 182 units. It's comprised of 70', 50', and townhouse product types. We've assigned various equivalences to each one of those. The 50' lot being assigned 1 ERU and then the 70' and the townhouses are scaled off of that. Table 2 takes the Capital Improvement Plan, this is the plan identified in the Engineer's report, which the Board approved back in February 2020. It was approved by the Board as part of the Assessment Hearing. Table 3 shows you the bond sizing based on the per unit target assessment amounts. Based on the per unit target amounts, even though we are showing \$10 million in possible improvements, we are funding about \$6 million of that through the bond issue. The 5% interest rate will be modified once the bonds are actually priced and we'll include the actual interest rate. Table 4, we took the entire CIP for the whole project, not just Assessment Area One. The benefit that each product type is receiving is based on the entire improvement plan. The Engineer's report identifies improvements associated with Assessment Area One and Assessment Area Two although those don't necessarily match up to the same number as if you took the entire development and entire improvement plans. In order to keep the benefit the same in Assessment Area One and Assessment Area Two, we've taken the entire improvement plan, the entire Development Plan for both Assessment Areas, and come up with an improvement costs per unit. For Assessment Area One that is equivalent to \$8.5 million dollars versus the \$10 million that is actually in the CIP for Assessment Area One. Table 5 shows the allocation of benefit by product type. In order to match up with our target assessments because the target assessment for the townhome product is different than what a point .7 ERU generates, we have to take into account a developer contribution to match up the target assessment with the benefit. The Developer contribution, as you can see, we've got \$10 million in improvements or \$8.5 million versus

\$6million in bonds. So, there's a couple of million dollars that are anticipated would be developer funded and not funded through the CDD. So there's plenty of developer contribution that we can use to offset and match up the per unit assessment amounts. Table 6 shows you the target assessment amounts by product type. The gross amount includes a 6% gross up to allow for the early payment discounts and the cost of collection from the county. Then we've got a preliminary assessment roll, which right now the legal description is attached that meets the bounds of Assessment Area One which is 50.07 acres. Justin do you have any further comments?

Mr. Rowan: No, as you pointed out this is just a form of the document and we will update it upon pricing of the bonds. We will use this form within the offering document when we get closer to preparing and posting that. For the Board's update, we are getting closer to completing an offering document which is the next step in having the Board approve a form of that. In addition to other form documents that we use in conjunction to marking the bonds, we are waiting on some development approvals, which I believe have been received. Now we are just making some additional updates to the disclosure regarding certain financing matters, and land ownership matters within the developer/development sections of the offering memorandums. So, we will continue to push that forward. I think a target will be to present a delegated award resolution at the September meeting and then if we need to push the schedule, we can make that decision in conjunction at the September Board meeting.

Mr. Flint: Okay. Does the Board have any questions for staff? Anything Jan that I didn't hit on?

Ms. Trucco: No, I think that covers it all.

Mr. Finocchio: George, I met with Tom Spence who reviewed the document. He had one comment on page 7 of the document under Liability Tests, it describes the concrete improvements. It says curbs, gutter, sidewalk, ADA ramp, and drive apron. Tom does not feel like drive apron should be in that line, it should be stricken.

Mr. Flint: Okay, we will take that out. We can actually take everything out in the parenthesizes, because that level of detail is not necessarily necessary.

Mr. Finocchio: Okay.

Mr. Flint: This is just a proposed plan and it wouldn't bind you if, for example, you didn't end up doing an ADA ramp. We can take drive apron out, that is no problem.

Mr. Finocchio: Thank you.

Ms. Trucco: Just clarification on the status of approval. We are still pending final approval on the PSP and Phase 1 construction plan. Those are not in place yet, we do have an approval on Phase 2.

Mr. Flint: Sounds good. Are there any other comments or questions from the Board?

**SIXTH ORDER OF BUSINESS**

**Appointment of Audit Committee and Chairman**

Mr. Flint: Next is the Appointment of an Audit Committee and Chair. The CDD as a government entity is required to have an annual independent audit performed. The statutes describe the process that the Board has to use to select an auditor. That includes an Audit Committee and designating a Chair. We would recommend for efficiency purposes that the Board appoint themselves as the Audit Committee, although you are not required to do that you could put non-Board members on there. However, we do have an Audit Committee meeting advertised for immediately after the Board meeting. If you chose to put someone other than a Board members on there, we would need to re-advertise or deal with that issue. If you are comfortable appointing yourselves, a motion to appoint the Board as the Audit Committee and designating one of the Board members as Chair would be in order. The only thing the Audit Committee does is approve the form of the notice and selection criteria that we advertise. Once we get the responses back from that, the Audit Committee reviews and ranks the responses. You are not actually doing anything necessarily related to the Audit.

On MOTION by Ms. Kepfer, seconded by Mr. Finocchio, with all in favor, Appointing the Board as the Audit Committee and Appointing Linda Kepfer as the Chairman of the Audit Committee, was approved.

**SEVENTH ORDER OF BUSINESS**

**Staff Reports**

**A. Attorney**

Ms. Carpenter: Things are relatively quiet from the legal department which is always good. No news is good news from the legal department.

Mr. Flint: Thank you Jan.

**B. Engineer**

Mr. Flint: Christy, anything else from Engineer?

Ms. Baxter: I don't have anything to report.

**C. District Manager's Report**

**i. Balance Sheet and Income Statement**

Mr. Flint: You have the balance sheet and income statement in your agenda through July 31<sup>st</sup>. No motion is required by the Board, but if you have any questions we can discuss those. The prorated budget amount is \$86,000 and our actuals are \$55,700. So, our actuals are under our prorated amounts. We've also provided you a month to month summary showing the revenues and expenditures by month as well as a summary of the Developer funding requests and status of those.

**ii. Consideration of FY20 Funding Request #9**

Mr. Flint: The next item is Funding Request #9 which totals \$4,106.86. It includes District Manager fees, advertising, and Board pay. The invoices are behind the summary. Did the Board have any questions on the funding request?

On MOTION by Ms. Kepfer, seconded by Mr. Finocchio, with all in favor, Funding Request #9 totaling \$4,106.86, was approved.

**EIGHTH ORDER OF BUSINESS**

**Other Business**

Mr. Flint: That's all the business items we have, was there anything else that the Board wanted to discuss that was not on the agenda?

**NINTH ORDER OF BUSINESS**

**Supervisors Requests**

Hearing none, the next item was followed.

**TENTH ORDER OF BUSINESS**

**Adjournment**

Mr. Flint adjourned the meeting.

On MOTION by Ms. Kepfer, seconded by Ms. Peck, with all in favor, the meeting was adjourned.

  
Secretary/Assistant Secretary

  
Chairman/Vice Chairman