

MINUTES OF MEETING
TOHOQUA
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Tohoqua Community Development District was held on Wednesday, May 1, 2024 at 9:00 a.m. at Tohoqua Amenity Center, 1830 Fulfillment Drive, Kissimmee, Florida.

Present and constituting a quorum were:

Andre Vidrine	Chairman
Marcus Hooker	Vice Chairman
Rob Bonin	Assistant Secretary

Also present were:

George Flint	District Manager
Kristen Trucco	District Counsel
Eric Raudebaugh	District Engineer
Alan Scheerer	Field Manager
Marcia Calleja	CALM
Vicente Pastoriza	CALM
Chris Horter	CALM
Sara Zare	MBS Capital Markets
Tim Bramwell (<i>via phone</i>)	Akerman

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order at 9:00 a.m. and called the roll. A quorum was present.

SECOND ORDER OF BUSINESS

Public Comment Period

Mr. Flint: This is a public meeting and allow for public comment at the beginning of each meeting. This would be an opportunity for any comment on anything on the agenda or not on the agenda, that you would like to bring to the Board's attention. We would ask, if you do have comments, that you state your name and address and try to limit your comments to three minutes. Are there any public comments?

Resident (Not Identified): One question. The CDD on our taxes, is that the same for everybody or does that vary according to the appraisal of your house?

Mr. Flint: It's not linked to the value of your house, but it is linked to the size. It's based basically on a front foot basis.

Resident (Not Identified): Okay. So, there's a difference.

Mr. Flint: Yeah, the operating and maintenance (O&M) assessments will vary, whether it's a townhouse, a 40 foot or 50-foot lot. I think we even have some 70-foot lots in here.

Resident (Not Identified): So, it has to do with the size of the lot.

Mr. Flint: Yeah, it's based on the benefit to the property, not the value of the property. So, the front footage really is a proxy for that, in regards to stormwater and size of the home, those sorts of things. So, it will vary. Then there are multiple bond issues. For the different phases, there are at least eight main phases. There are some sub phases within those. We have multiple bond issues, so the debt service assessments may vary from one phase to another as well. But that's all in the budget which is available on the website. Of course, I'm available for any questions. I'll give you my card.

Resident (Not Identified): What is your name?

Mr. Flint: Let me go ahead and introduce myself. My name is Mr. George Flint and I'm the District Manager for the CDD. This is Ms. Kristin Trucco. She's District Counsel. We have a representative and a District Engineer as well. They're on the phone. We have the Board Members here. There are five Board Members. Three of them are here today and we have various other members of staff; some amenity staff, some field staff that manage the landscape, the lake maintenance contracts and those sorts of things. We will be talking later about the next election for the Board and that process for how the Board transitions. So, we can get into that, but we try to take all the public comment at the beginning. We don't typically get into a dialogue once we start the agenda, just like if you would go to a City Commission or County Commission meeting, you can't really get up and interrupt in the middle of the meeting. Because this is a government entity, we try to run the meetings like that, to the extent we can. Are there any other public comments?

Asif Qureshi (2011 Spring Shower Circle): My question is how long the CDD will be in existence? Typically speaking, I understand that the duration is about 30 years.

Mr. Flint: The CDD will exist indefinitely, because it's a government entity that has certain responsibilities. They own this building. They own the stormwater system within the community. They're responsible for the landscape maintenance in the public rights-of-away and

in the common areas, all those amenities. To dissolve it, you have to have another entity that's going to take those responsibilities over. As far as the debt goes, the debt is typically amortized over 30 years. So, you have the ability to pay that off early if you want to, but if you pay the debt off, you still have O&M piece that will be on your annual tax bill.

Asif Qureshi: What about the roads? Which are public and which are private?

Mr. Flint: All of the roads are owned by the City of St. Cloud. Are there any alleys?

Mr. Vidrine: No, they are city owned.

Mr. Flint: Okay. The City of St. Cloud has all the roadways. We maintain the landscaping and the roadways, and you probably want that.

Mr. Scheerer: The reserve is private.

Mr. Flint: I'm sorry! The reserve roads are private. That's the only phase within the community that has private roads. All of the rest of the roads are owned by the City of St. Cloud. Other than maintenance of the landscaping and the right-of-way, there's nothing in the budget related to road maintenance. So, there's no differential in assessment from your community to another phase, because the road component is not part of the cost.

Asif Qureshi: Thanks.

THIRD ORDER OF BUSINESS

**Approval of Minutes of the February 7
2024, Board of Supervisors Meeting**

Mr. Flint: We will go ahead and move on to the minutes of the February 7, 2024 meeting. It's hard to believe it's been that long, since we last met. Did the Board have any comments or questions on the minutes? Did the Board have any comments or corrections on those?

Mr. Vidrine: I didn't have any.

Ms. Trucco: I actually had a couple. I think in my section, it said that you could complete the ethics video requirements in 15-minute increments. I think it should have been 50 minutes. I probably was just not speaking clear enough there. So, yeah, they can be completed in 50 minutes. I'll send these edits to you, George, if the Board's okay with it.

Mr. Flint: Sure.

Ms. Trucco: Then also on Page 6, it says that "*they*" needed to do that. I was referring to the City of St. Cloud, as they had to approve the Contraction and Expansion Petition prior to the county being able to pass the Ordinance approving the expansion and contraction. So, if the Board's okay with those revisions, I'll send them to George after the meeting.

Mr. Flint: If the Board's amenable, is there a motion to approve the minutes with those amendments?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Minutes of the February 7, 2024, Board of Supervisors Meeting were approved as amended.

FOURTH ORDER OF BUSINESS Financing Matters

A. Presentation and Approval of Seventh Supplemental Engineer's Report dated April 16, 2024

Mr. Flint: Section four is dealing with the Phase 7, Series 2024 bond issue. The first item under that section, is the presentation of the Seventh Supplemental Engineer's Report dated April 16, 2024, which was included in your agenda package. It defines the eligible improvements within Phase 7 that could be funded through bond funds. It was prepared by your District Engineer, Poulos & Bennett. Mr. Eric Warren is out of the office, but Mr. Eric Raudebaugh is on the phone, to answer any questions on the Engineer's Report. We're calling it the Phase 7 project. I know that Kristen provided a couple comments to the District Engineer, I believe, yesterday and I think they're somewhat minor, just correcting some references to acreage and some other things. So, we would ask that the Board just approve this subject to incorporating District Counsel's comments. Did the Board have any questions on the Supplemental Engineers Report?

Mr. Vidrine: No. We've done a lot of these reports. It's similar and pretty accurate.

Mr. Flint: Right. So, the report has a number of exhibits, including maps that show the proposed improvements. Exhibit 12 shows the estimated costs of those improvements. You can see that they consist of the stormwater system, the potable water, sanitary sewer, reclaimed and landscape hardscape, as well as professional fees and other soft costs and a contingency. With all those together, it's \$6,999,180.30. Eric, is there anything you want to add for the Board?

Mr. Raudebaugh: I don't think so.

Mr. Flint: Okay. Are there any questions? If there are no questions on the Engineer's Report, is there a motion to approve it?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Seventh Supplemental Engineer's Report dated April 16, 2024 for Phase 7, Series 2024 bond issue was approved as amended, subject to incorporating District Counsel's comments.

B. Presentation and Approval of Supplemental Assessment Methodology dated May 1, 2024

Mr. Flint: The next item is the Supplemental Assessment Methodology for Assessment Area 7, Phase 7 project. We took the Engineers Report and prepared this Supplemental Assessment Methodology, which allocates the benefit of those improvements across the Phase 7 units. There are a total of 334 planned units, a mixture of townhomes, single family 32-foot lots and single family 50-foot lots. So, Table 1 shows you the Development Plan and assigns ERU factors to those various product types, which results in 253 ERUs. Table 2 is the summary of the infrastructure cost estimates taken from the Engineers Report. That is the \$6.99 million in improvements. Since this is a Supplemental Report, it is closer to where we believe the market will be. So, you see the bond sizing in Table 3 and the assumptions that are included, resulting in a par amount of \$4,580,000; \$4,045,000 of which are considered construction funds. A portion of the \$7 million in estimated improvements, are going to be funded by the developer and the balance of about \$4 million would be funded through bond funds. Table 4 is the allocation of benefit, based on improvement costs. Table 5 is the allocation of benefit, based on the par amount. You can see that we're recognizing \$205,000 in developer contributions, to match up the assessments in the par debt per unit to the target assessments. Table 6 shows you what the gross annual and net annual debt service assessments per unit would be under these assumptions and the various product types. This is just for Phase 7 and this action only affects properties within Phase 7. Are there any questions on the Supplemental Assessment Methodology Report? If not, is there a motion to approve it?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Seventh Supplemental Assessment Methodology dated April 16, 2024 for Assessment Area 7, Phase 7 project was approved.

C. Consideration of Resolution 2024-03 Delegation Resolution (Series 2024 Phase 7 Project)

Mr. Flint: Item C is the Delegation Resolution 2024-03. Mr. Tim Bramwell with Akerman is on the phone. He's your bond counsel. Tim, do you want to present the Delegation Resolution?

Mr. Bramwell: Yes. Alright, good morning. Before you is Delegation Resolution 2024-03. I will start with a little background. Back on September 25, 2017, this Board adopted Bond

Resolution 2017-21, which authorized the District to issue special assessment revenue bonds in an aggregate amount not-to-exceed \$94,500,000, pursuant to a Master Trust Indenture that was approved by that Bond Resolution. The Bond Resolution and the bonds were subsequently validated on December 5. I'm sorry, I don't have the year, but I will track it down. In the meantime, I'll go on. Ultimately, the Bond Resolution and the bonds were subsequently validated and since validation, the District has previously adopted a Delegation Resolution supplementing the Bond Resolution, to authorize and issue six bond issues, with an aggregate principal amount totaling \$13,745,000, pursuant to six supplemental indentures. This Delegation Resolution further supplements the Bond Resolution and authorizes seven series of bonds, with an aggregate principle amount not-to-exceed \$7 million, in order to finance the Phase 7 project. It also delegates authority to the District officers, to issue the Phase 7 bonds under certain circumstances and approves forms for the related principal bond documents, including the Seventh Supplemental Trust Indenture, Bond Purchase Agreement, Preliminary Limited Offering Memorandum, and Continuing Disclosure Agreement for the Phase 7 bonds. This Delegation Resolution authorizes the Board to engage MBS Capital Markets (MBS) as its underwriter, to market the Phase 7 bonds using the Preliminary Limited Offering Memorandum, so long as MBS delivers an offer to purchase the Phase 7 bonds that meets the parameters in Section 5 of the Delegation Resolution. Then the Delegation Resolution authorizes the District officers to enter into a Bond Purchase Agreement with MBS, in the form approved, pursuant to this Delegation Resolution and authorizes the District officers to finalize, execute and deliver the documents, pursuant to this Delegation Resolution. The parameters in Section 5 can be summarized as follows. First, as I said above, the aggregate principle amount that the Phase 7 bonds shall not exceed \$7 million. Second, the average interest rate on bonds does not exceed the maximum interest rate allowed under Florida law, which for bonds priced during May, would have a statutory max rate of 7.07% or 300 basis points in excess of the bond buyer 20 Geo bond index rate of 4.07% published on April 5, 2024. Third, the Underwriter's discount should not exceed 2%, excluding fees and expenses of Underwriters Counsel. Fourth, bonds shall be subject to optional redemption not later than May 1, 2037, at a redemption price of 100% of the principal amount of bonds to be redeemed, and fifth, the final maturity of the bonds shall be no later than May 1, 2056. The Delegation Resolution also approves forms of an Acquisition Agreement,

Completion Agreement, Collateral Assignment, and a True-up Agreement, all to be entered into with the developer. Does anybody have any questions on the Delegation Resolution?

Mr. Flint: Are there any questions on the Delegation Resolution?

Mr. Vidrine: I understand it.

Mr. Flint: I don't hear any Tim.

Mr. Bramwell: Alright. If not, I would be looking for a motion to approve Resolution 2024-03.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor Resolution 2024-03 Delegation Resolution (Series 2024 Phase 7 Project) was adopted.

D. Consideration of Series 2024 Ancillary Agreements

- i. True-Up Agreement**
- ii. Collateral Assignment Agreement**
- iii. Acquisition Agreement**
- iv. Completion Agreement**
- v. Declaration of Consent**
- vi. Notice of Lien and Imposition of Special Assessments**
- vii. Notice of Collection Agent for Special Assessments**

Mr. Flint: Kristen, we have your Ancillary Agreements.

Ms. Trucco: Tim introduced those as part of that resolution. It's attached to the resolution. So, we have the Acquisition Agreement, Completion Agreement, Collateral Assignment Agreement, True-up Agreement and two notice types of documents; Notice of Collection Agent, which is GMS, and a Declaration of Consent to Jurisdiction, which is the current landowner of Phase 7, basically declaring that it consents to the CDD's jurisdiction for purposes of issuing the bonds on its land, because that land will be assessed for the repayment of the Phase 7 bond. So, if you have any questions on anything specifically in those agreements, I'm happy to answer them or if you'd like, I can go through each individually.

Mr. Flint: They have already been approved.

Ms. Trucco: They are attached to the Delegation Resolution, but they're substantially the same as every other bond issuance that we've done. They're just standard issuer documents.

Mr. Flint: Are there any questions on the Ancillary Agreements? Hearing none,

E. Consideration of Supplement to Investment Banking Agreement Regarding Bond Insurance

Mr. Flint: This item should be the agreement with MBS to serve as your Underwriter on this deal. They have been the underwriter on the other six bond issues. So, this is just a supplement to their agreement, addressing the Phase 7 bond issue and formalizing their engagement as your Underwriter and making the appropriate disclosures. Is there a motion to approve it?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Agreement with MBS Capital Markets to serve as Underwriter was approved.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2024-04 Approving the Fiscal Year 2025 Proposed Budget and Setting a Public Hearing to Adopt

Mr. Flint: Next is resolution 2024-04, approving a Proposed Budget for Fiscal Year 2025, which starts on October 1st of this year and runs through September 30th of next year. The budget process starts with you approving a Preliminary Budget, for purposes of starting the budget process and setting the public hearing for the actual adoption of the budget. Exhibit A to this resolution, is the Proposed Budget or Preliminary Budget. We are recommending your August 7th meeting at 9:00 a.m., in this location for the actual public hearing. The Proposed Budget that you're approving is not binding the Board in any way from making changes to this, if necessary, between now or at the public hearing in August. You will note in Exhibit A, that there's a substantial amount of increased costs. Now that we're getting closer to the completion of the community, we're about to issue the Phase 7 bonds and the last phase remaining is Phase 8. All the phases are included, not for an entire year, but we have all the costs associated with all the phases. Some are prorated, based on when we believe the infrastructure will come online. There's the Phase 4C amenity, which was not originally contemplated, when we originally put the build-out budget together, but the community will have an additional amenity in Phase 4C. Those costs are included in here as well. All of the units for all the phases are included for purposes of the O&M assessments. There is a Cost Share Agreement, which is in your agenda package, between the CDD and the commercial areas towards the front. It's at one rate during the time that it's undeveloped and then once it's developed, it will be at another rate, based on a percentage of the total budget. You will see on Page 3 of the budget, which there are some hard copies of, there are

some proposed increases to the assessments. Those are reflected on that page. Those increases vary by product type, anywhere from the townhomes to the single family 70-foot lots. The far-right column shows the amount of those increases. Again, as we're getting closer to the build-out of the community and we have a better handle on where we believe we're going to be, as far as our actual expenses and the amenities and costs that are going to be in place, this is our best effort to estimate what those costs would be and the impact that there will be on the assessments. These are annual amounts, so when you see these increases, keep in mind that it's over a 12-month period. Again, you're not approving this final form. This is the initial Proposed Budget that can be amended. You would approve the final budget at the August public hearing. I know the Board hasn't had a chance to really digest the Proposed Budget, but if you have any questions, we can discuss those. Otherwise, if you want to consider the resolution and set the public hearing, we can work on this between now and August.

Mr. Vidrine: Like we typically do.

Mr. Flint: Yeah.

Mr. Vidrine: I think the important thing that I heard and I was aware of, is that we have enhanced the amount of amenities available for the residents at Tohoqua.

Mr. Flint: Right.

Mr. Vidrine: So, that was a benefit. I understand that there is a little more increase when that occurs.

Mr. Flint: We all know that the cost of everything is significant. All you have to do is buy groceries or a car, anything, and you realize where we're at today as far as the cost of services and materials.

Mr. Vidrine: Relative to the other CDDs that you manage, are you seeing similar increases as well?

Mr. Flint: Yeah. This is not unusual at this point in the life of the community, to see an adjustment like this, because normally, the District has been in place, I think, since 2017 and the adjustments to the assessments have been minimal. They were based on some bubble diagrams and conceptual plans, but now that we're getting closer to the end of the build-out of the community, we have a better idea of what the streetlights are going to cost and all of the various components that are covered under this budget, as well as the enhanced amenities that you mentioned.

Mr. Vidrine: There are also changes in governmental design criteria that drives some of these changes as well.

Mr. Flint: Yeah. You know, there are things like the street trees. The City of St. Cloud has made the CDD responsible for the street trees. So, that's been challenging as well. They tried to make us responsible for the roads and certain phases. We've pushed back on that. They also tried to make us responsible for the sidewalks in certain phases. So, it's been a battle to try to hold the line on a lot of those things.

Mr. Vidrine: This was, again, created in 2017?

Mr. Flint: Right. This is seven years.

Mr. Vidrine: This isn't too bad, considering at the time anticipated originally.

Mr. Flint: So, if there are any questions, we can discuss them. If not, if you want to approve the resolution and set the hearing, there will need to be a mailed notice that goes out to everyone, notifying them of the proposed increase and the date, place, and time of the public hearing, as well as advertisements in the newspaper. The information will be on the District's website, as required by Statute.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor Resolution 2024-04 Approving the Proposed Budget for Fiscal Year 2025 and Setting the Public Hearing for August 7, 2024 at 9:00 a.m., at this location was adopted.

SIXTH ORDER OF BUSINESS

**Consideration of Resolution 2024-05
Setting a Date, Time and Location of
Landowners' Election and Meeting**

Mr. Flint: The next resolution is Resolution 2024-05. The District was created by Osceola County and then subsequently it was annexed into the City of St. Cloud, but the County Commission and the creating Ordinance, named the initial five Board Members. Then there had been some subsequent landowner elections and the landowner elections are one vote per acre or part of an acre. Typically, the developer has the votes to be able to elect the Board Members during that landowner election period. After the District has been in existence six years and has at least 250 registered voters, the Board starts to transition to a General Election process. So, we've triggered both six years and 250 registered voters, so in November of this year, two of the five seats will be elected through the General Election process and one seat will be landowner elected. So, the two seats that are elected through the General Election process are handled by

the Supervisor of Elections for Osceola County. We'll have some information in a future agenda about the qualifying period. But the CDD is not involved in that. Any qualified electors are to be a full-time resident within the boundaries of the CDD and registered to vote. So, along with that, comes having to be 18 years old, a citizen of the United States, a resident of the State of Florida and registered with your address within the boundaries of the District. Then the Supervisor of Elections handles the qualifying for that. If there's more than one individual that qualifies for a seat, it would be on the ballot on the first Tuesday in November. So anyway, what this resolution does, is it sets the date, place, and time of the landowner meeting for the one seat that will be landowner elected, which we are recommending for your November 6th Board meeting at 9:00 a.m. in this location. The seats up for election are Seat 4, which would be the landowner's seat currently occupied by Mr. Chris Wrenn and the two seats that would transition to General Election are Seats 3 and 5. Are there any questions on the resolution? Is there a motion to approve it?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor Resolution 2024-05 Setting a Date, Time and Location of Landowners' Election and Meeting and Setting the Public Hearing for November 6, 2024 at 9:00 a.m., at this location was adopted.

SEVENTH ORDER OF BUSINESS

**Consideration of Resolution 2024-06
Conveyance of Water Utilities in Phase
4C from Pulte to the District and from the
District to TWA**

Mr. Flint: Do you want to handle Resolution 2024-06?

Ms. Trucco: Alright, so the next resolution in your agenda, is Resolution 2024-06, approving the conveyance of the reclaimed water distribution system, the sanitary sewer system and the potable water distribution system, that is located in Phase 4C. Just a little bit of background. The District Engineer notified me about two weeks ago, that these systems are nearing completion. So, by now, they're probably just about done and he said that we need to basically tee this up to be able to convey these systems in Phase 4C to the Tohopekaliga Water Authority (TWA), which is consistent with the Development Plans for the community. So, our process for doing that, of course, is that we need to bring this resolution back to the Board for approval. The resolution is going to approve the conveyance of those water systems to TWA. It needs to go through the District, since we're anticipating that Pulte will be requisitioning bond

funds, it will be using bond funds to reimburse itself for the construction of those systems. So, it's going to pass through the CDD first and then the CDD is going to transfer to TWA. Since it's just infrastructure systems, we do not need a special warranty deed, as no real property is being transferred. So, again, the resolution is going to approve the conveyance and the conveyance documents that are attached as Exhibit A, which are similar to what you've seen for every other conveyance that we've done. You have the Bill of Sale from Pulte to the District with those water systems and an additional Bill of Sale from the District to TWA. You also have an Owner's Affidavit and an Agreement Regarding Taxes, providing assurances from Pulte, the developer of the systems, that there are no outstanding taxes on any of these improvements or against any of them or the underlying real property. It also provides assurances that there are no encumbrances against the real property underneath the infrastructure, that would basically hinder the ability of the CDD to own and maintain those. Finally, we have the certificate of the District Engineer, which is required for all conveyances. The District Engineer is required to basically certify that the infrastructure improvements are of quality and that it's acceptable for the CDD to go ahead and take the infrastructure and then convey them to TWA. Then he's also certifying that this conveyance is consistent with the Development Plans for the CDD. I received his signature page on the certificate. So, absent any revisions that TWA's legal department may require on the conveyance documents, these should be pretty close to substantial final form. Today, we're looking for a motion to approve this resolution, which is going to approve the Conveyance Agreement in substantial final form, subject to any final revisions that are requested by TWA. Of course, they have to be approved by your District Counsel as well as your District engineering team.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor Resolution 2024-06 for the Conveyance of Water Utilities in Phase 4C from Pulte to the District and from the District to TWA was adopted.

EIGHTH ORDER OF BUSINESS

Authorization of Staff to Open and Establish Appropriate Investment Account

Mr. Flint: In Item 8. we're asking the Board to authorize staff to open up an investment account with the State Board of Administration (SBA), which is the investment pool that is

operated by the Governor and cabinet for the State of Florida. In the General Fund, we would invest the District's funds beyond an operating reserve necessary for cash flow.

Mr. Vidrine: Is this typically done in all CDD's?

Mr. Flint: Yes. Most CDD's, School Boards, County and City Commissions utilize this. I think the interest earnings are in excess of 5%.

Mr. Vidrine: Yeah. If you don't invest it, you're losing 5% because of inflation. So, you need to protect the asset.

Mr. Flint: Exactly. We do have an investment account for the Capital Reserve Fund. This would be for the District's General Fund.

Mr. Vidrine: Thank you for the clarification.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor authorization for staff to open a State Board of Administration Account was approved.

NINTH ORDER OF BUSINESS

Consideration of Cost Sharing Agreement with Neptune Road Investments, LLC

Mr. Flint: Item 9 is Cost Sharing Agreement with Neptune Road Investments, LLC. (NRI)

Ms. Trucco: The Board approved the initial draft of this agreement in 2021. It was prepared. when it was anticipated that the property owner was going to file a petition to contract their property out of the CDD boundary. So, we're coming back full circle now, three years later, as the project was completed and you are aware of that process that we've been going through to do that. So, we are ready now to go ahead and finalize the Cost Sharing Agreement. Again, this has to do with the property that was contracted out of the CDD. They have agreed, and we are grateful to them for doing so. NRI agreed to continue to contribute to the assessments for the maintenance of the infrastructure that they were previously contributing to and still receiving a benefit for. So, those are included in Paragraph 1, which is the shared services and the cost that we're sharing for landscape maintenance and replacement services, lighting for proportions of Neptune Road to Tohoqua Boulevard and Cross Prairie Parkway, maintenance repair and replacement, operation of the master stormwater management and drainage system for the Tohoqua development and irrigation maintenance and repairs for irrigation improvements, located within the shared areas that are defined in the agreement. There have been no substantive

changes in this agreement, such as adding in a reference to the Ordinance that was passed by Osceola County, officially contracting their property from the CDD. So, we made that revision. We have also adjusted the administrative fee.

Mr. Flint: It should be \$120.

Ms. Trucco: Yes, exactly, in Paragraph 3. Due to inflation, that amount increased, for parcels that have not been issued, a Certificate of Completion (COC), essentially for NRI to be paying the CDD \$120 per gross acre. Paragraph 3 says \$100 and we have received NRI's approval of that revision in this agreement. Otherwise, they will be contributing their proportionate share that GMS' team and I believe the District Engineer, had computed after looking at the shared services and the expectation for future changes due to inflation, etc. So, that amount is 7.37% of the District's annual budget for O&M. That's also in Paragraph 3. If you have any questions, I'm happy to answer them. I can say that I'm comfortable with this final form. We also received GMS' approval and the District Engineer's approval on it. I guess we can either do it separately or together with the drainage easement, because that's the same line of thought. They are separate sections. So, do we have a motion to approve the Cost Sharing Agreement?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Cost Sharing Agreement with Neptune Road Investments, LLC as amended was approved.

TENTH ORDER OF BUSINESS

Consideration of Drainage Agreement with Neptune Road Investments, LLC

Mr. Flint: And then the drainage agreement?

Ms. Trucco: This is related to the Cost Sharing Agreement. We wanted to memorialize NRI, basically, their rights to continue draining through the Stormwater Management System, the drainage pipes, the control structures, other facilities that are located on the CDD's property, that they have always contributed to the maintenance costs for those things. Their drainage through that system is also consistent with the Development Plans for the CDD, including the permits. So, they had requested that we memorialize their right to use our drainage system, our stormwater system, through a drainage easement. So, that's what you have in front of you. I believe that a form of this was also brought to the Board in 2021, but I wanted to bring it back to you, as there have been some minor adjustments in here. For example, one of them is that they can drain surface water through property owned by the CDD. We've actually now named the

South Florida Water Management District permits and environmental permits, that allow them to do that. So, we've added a reference to those in there. I will also say that NRI is agreeing to provide written notice to the CDD, in terms of amendments or modifications to those permits, which is great. So, we can be aware of any changes that may be occurring with respect to their drainage. They also agreed to reimburse the CDD for any damage caused by use of their easement area and agreed to identify and defend the CDD in the event that the CDD is sued or somehow damaged as a result of their use of this easement area. I received the District Engineers approval. I am personally comfortable with the form of this easement. I think it protects the CDD. A lot of times, the CDD does not have the luxury of having something writing with these kinds of assurances. So, I think this is a helpful document for everyone, which will be recorded in the public records. I'll send that off for recording today, if I can get a motion to approve it from the Board.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Drainage Agreement with Neptune Road Investments, LLC as amended was approved.

ELEVENTH ORDER OF BUSINESS

Staff Reports

A. Attorney

i. Ratification of Amended and Restated Notice of Establishment

Mr. Flint: Alright, Staff Reports. This is related to the contraction of the boundaries.

Ms. Trucco: Yes, exactly. So, since the last Board meeting, the county approved the Ordinance expanding and contracting the CDD's boundary. The Florida Statutes requires us to record an Amended, and Restated Notice of Establishment, within a certain amount of time after the Ordinance has passed. So, we went ahead and reported that document. There's a copy in your agenda, but no action is needed, but if you have any comments or questions, I can answer that now. I just wanted to bring that back for the record, so that you can see that it is finally completed.

ii. Ratification of Amendment to Interlocal Agreement

Ms. Trucco: As part of the contraction expansion process, the county also required that the CDD enter into an Amendment to the Interlocal Agreement with Osceola County. Their intent behind this, as you can see in the document, was to make sure that the terms of the original Interlocal Agreement with the county, extended to the property that was expanded into the CDD,

i.e., the new property, for example, things that were included in the original Interlocal Agreement was a requirement that we record a notice of the CDD being in existence. We provide notice to homeowners so that they're aware that they're purchasing property that's located within a CDD. So, if you have any questions on that, we're happy to answer them, but I would like to ask for a motion to ratify the Amendment to the Interlocal Agreement with Osceola County for the contraction expansion.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Amendment to Interlocal Agreement with Osceola County for the contraction expansion was approved.

iii. Review of Reminder Memo Regarding Florida Laws for Public Officials

Ms. Trucco: Then last but not least, we provided an annual reminder Memorandum, that's included in your agenda. We are providing these to all of the Boards that we work with. It's a reminder about Florida Laws that apply to public officials. So, I will quickly go through this. The first section, which you've seen it before, is on the Code of Ethics, related to the new ethics training requirement that all of you are doing this year. Just a reminder, CDD Supervisors are considered government public officials in the State of Florida and are held to higher standard of care, than if you are not a Supervisor. One thing that applies to you is the Gifts Law, whereby public officials are prohibited from accepting or asking for anything of value based upon an understanding that the gift is being given to you, in order to influence your official decision making or judgment or vote on this Board. That also applies to your spouse and minor children. So, your spouse and minor children are prohibited from accepting anything of value, which they know or should know was being given to them in order to influence your decision making on this Board. They're not going to be able to accept it. There is a disclosure duty for gifts that are not given to you in order to influence your decision making on this Board. Basically, you're allowed to accept those gifts, if they're given to you, not intending to influence you. You can accept gifts, but if the value of that gift is greater than \$100, you have to disclose it on Form 9, which you can now do online or the alternative is that you can pay down the value of that gift to \$100 or less within 90 days of receiving it. This is just a reminder on that. Moving on to the second page, you all are aware of voting conflicts, but just as a reminder, you are not permitted to vote on any measure, which would result in a special private gain or loss to you individually, yourself or

principal by whom you are retained, someone that you're receiving compensation or something of similar value from, for example, from your employer. As a caveat to that, there is an exception in the law, if your employer is affiliated with the original landowner. So that's why, if there are representatives of the developer currently sitting on the Board, there's an exception that the Legislature made in the Statute to allow them to approve things that may result in a special private gain or loss to their employer. A subsidiary of a corporate principal, would have to abstain for voting on that, as well as a relative, parent, child, spouse, sibling, mother, father-in-law, etc. For example, if your relative owns Greenery Landscaping and they submit a proposal, you are going to have to abstain from voting on that, because your vote could result in a special private gain or loss to your relative. This also applies to a business associate. So, for example, if you own an apartment complex with someone else and you both are trying to rent out units there, they would be considered a business associate. If they submitted a proposal for some work or contract to the CDD Board for consideration at a meeting, you would have to abstain from voting on that. The law looks at a couple factors, including, whether you are pursuing a common business pursuit for profit and if that pursuit current and ongoing. There is a process that you have to follow, if you feel that you have a voting conflict, you have to disclose that you have to file a form within a certain number of days after the vote occurs. The law distinguishes whether you're appointed or elected with regard to when you need to disclose that and you know how you can participate in the discussion of it, even if you are someone that has a voting conflict. So, it kind of gets into the weeds. Again, if you feel that you have a voting conflict, let George or I know right away, so we can walk you through that process. There's also a section in here about quorum and Sunshine Law. Obviously, everyone in the CDD is subject to the Sunshine Law, which prohibits two members of the Board from speaking with one another outside one of these meetings, which are in the Sunshine, because members of the public are all free to come. There are certain advertising requirements for the CDD meetings as well. So, the Supervisors are actually prohibited from speaking about an item upon which foreseeable action will be taken by the Board outside one of these meetings. They can discuss it all they would like within the meeting, but outside, they can't discuss it. They can still talk to their spouse, their neighbor, etc., but they have to keep anything, any discussions about foreseeable actions that will be taken by the Board on those items, they have to talk about at the meetings only. Also, for quorum, you know that the majority of the Board must be physically present in order to establish a quorum.

So, if there are five Supervisors, three must be physically present. If someone calls in, their calling in does not satisfy the quorum requirement., but you are permitted to call in if your absence is due to an extraordinary circumstance, such as an illness. If you do call in to participate as a Supervisor, you must vote on every measure, just as if you weren't here physically. Moving on, we have the public records reminders. Obviously, the CDD is also subject to the Public Records Law in the State of Florida, just like every other government. So that means all materials, made or received in connection with official CDD business, are a public record and they must be retained for the required statutory period of time. I put a link in there to the record schedule and it goes through all of the different types of materials and how long you need to retain them for and the recommended manner that you dispose of them after that period is up. So, this is just something that we've run into in the last year, that text messages are actually also included as a public record. So, if you are going to discuss CDD business via text message, our recommendation would be to take a screenshot of that and then shoot it over to yourself by email, so if you do get a public record request, you can go ahead and produce those. There are also some best practice recommendations too, throughout this memorandum. So, I would just encourage, if you could please read it and if you have any questions, let me know. Does anyone have questions for me on anything in this Memorandum?

Mr. Flint: This is just a periodic reminder for the Board. Obviously, you all are aware of these things, but District Counsel wanted to put it on the record, just as a reminder for everybody. So, obviously, there is no particular issue that's resulted in this Memorandum being on here.

Mr. Vidrine: It's good practice.

Mr. Flint: Yeah, it's something that District Counsel does on all the districts that she's involved in. Anything else, Kristen?

Ms. Trucco: Nope, that's all I have.

B. Engineer

Mr. Flint: Eric, do you have anything for the Board?

Mr. Raudebaugh: Nope.

C. Field Manager's Report

i. Consideration of Addendum No. 3 for Landscape Maintenance

Mr. Flint: Field Manager's Report. Alan, you have the addendum to the landscape contract.

Mr. Scheerer: Yes. In the agenda package, there is an addendum for the Phase 3 improvements. We had had a couple of walkthroughs with the install contractor, the developer, and our landscaper and there are a few things that they're short on. My understanding is that they are getting really close. So, I want to make sure that we have this agreement in place, so we can go ahead and start the maintenance as soon as we accept the finished product. The addendum you see in here, is in our current budget for 2024 and it's also been included in the 2025 budget and we're just looking for a motion to approve so we can start doing the maintenance once it's all complete.

Mr. Flint: This is for Phase 3?

Mr. Scheerer: Yes, sir.

Mr. Flint: Are there any questions for Alan? If not, is there a motion to approve the addendum?

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Addendum No. 3 for Landscape Maintenance for Phase 3 was approved.

Mr. Scheerer: Just a few miscellaneous items. We had United Land Services replace some sod in Phase 2 off of Good Neighbor. So, that was taken care of. We just discussed the Phase 3 addendum. We're still waiting on the pavilions for Phase 6, so hopefully we'll get those in soon. We've had some damage to the playground off of Tohoqua Boulevard and Cross Prairie Parkway. We did find the actual agreement with Ohara and have been working with the playground company. They're going to provide us the parts at no cost. They are all under warranty at this particular time and we'll probably just have to pay for shipping and installation. The slide bracket is damaged and the rock-climbing feature has a bracket that's damaged. They've been safed-off by on site staff, and we're monitoring that periodically, to make sure nobody's messing with it and we keep it out of order. There are other portions of the playground that they can use, but those have been safed-off, so nobody can use them. We have some irrigation, minor irrigation issues on Cross Prairie Parkway East. Toho water is onsite right now with United Land, trying to figure that out. There are two of the medians as you get past Blowing Breeze Avenue. We have no water on right now, but again, they're here working on that. We

have some trees that we've approved. As you know, the District's responsible for maintenance of the street trees within the community. So, we have one missing by the park, that's been approved to be installed and we're doing some strapping and some other items in advance of hurricane season. If you see some discoloration in the turf, we had it at a winter height of 2.5 inches. United Land is in the process of reducing the height of that to 2 inches. So, the Zoysia turf, will eventually be down to a 2-inch height. So, you might see a little tinge to it. It's not that it's dead or anything. We're just slowly removing a portion of it going forward. We are keeping an eye on the big Oak tree in the back, too.

Mr. Flint: Alright, are there any questions for Alan? Hearing none,

D. District Manager's Report

Mr. Flint: You have approval of the Check Register from January 24, 2024 through March 31, 2024, in the amount of \$929,135.95. The detailed register is behind the summary. You can see some transfers of debt service assessments to the Trustee at US Bank, anywhere that says, "*Tohoqua CDD in care of US Bank.*" There's a \$721,000 check for this purpose. We also receive disbursements from the county of the fax bill assessments in one check, and then we have to write a check to the Trustee transferring it. So, it's not really an expense, it's just moving those funds. Are there any questions on the Check Register? If not, we need a motion to approve it.

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the Check Register from January 24, 2024 through March 31, 2024 in the amount of \$929,135.95 was approved.

ii. Balance Sheet and Income Statement

Mr. Flint: We also have the Unaudited Financials through the end of March. It includes a Combined Balance Sheet and Statement of Revenue and Expenditures for each of the District's funds. If you have any questions, we can discuss those. We are just about 100% collected as of the end of March, on the on-roll assessments and we will be 100%, if we're probably already 100%. It's just not reflected here, because these go through the end of March. So, we're doing well on the revenue side. Then you see the expenses, where our actuals are under our prorated for all of the categories. Any there any questions on the financials? Hearing none,

iii. Presentation of Registered Voters – 1,073

Mr. Flint: Each year, we are required to announce the number of registered voters within the District as of April 15th. The Supervisor of Elections has provided us with a letter indicating that there are 1,073 registered voters within the boundaries of the CDD. So, we've already tripped the 250 registered voters that I mentioned earlier and we've been in existence for more than six years. So, the purpose of this requirement is to really monitor that 250 registered voter number, which has been triggered, so those two seats will transition this year.

iv. Amenity Manager’s Report

Mr. Flint: Next is the Amenity Manager’s Report. Marcia.

Ms. Calleja: Good morning. First, I wanted to introduce you to Mr. Vicente Pastoriza, our new Amenity Manager here at Tohoqua. I’m working closely with him to get him up to speed. He's doing a great job so far. We did include your Amenity Report with the agenda, including the rentals from February, March and April. We had some wonderful events in the last few months. Our best event was the Spring Break pool party, which had over 100 residents in attendance. We had Kona Ice bring a smaller trailer, where they served the Kona Ice. We actually had them on the pool deck. It’s light, so nothing happened to the pavers. The community had a great time. Then we also had the Happy Hoppy Easter, where there were over 200 participants. We had face painting, free pizza, a nice backdrop to take pictures, as well as a balloon artist. It was just a very good day. We have included pictures of all the events, as well as the usage report for the facility. If you have any questions, I'll be happy to answer them.

Mr. Flint: Are there any questions for Marcia? Hearing none,

TWELFTH ORDER OF BUSINESS

Other Business

Mr. Flint: Is there any other business? Hearing none,

THIRTEENTH ORDER OF BUSINESS

Supervisors Requests

Mr. Flint: Are there any Supervisors Requests? Anything else the Board wanted to discuss that was not on the agenda. Was that enough?

Mr. Vidrine: Yeah, it was a full agenda.

Mr. Flint: Alright, if there's nothing else, we need a motion to adjourn.

FOURTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Vidrine seconded by Mr. Hooker with all in favor the meeting was adjourned.


Secretary/Assistant Secretary


Chairman/Vice Chairman