

**MINUTES OF MEETING
SCHALLER PRESERVE
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Schaller Preserve Community Development District was held on Tuesday, **May 24, 2022** at 1:50 p.m. at The Hampton Inn Lakeland, 4420 N. Socrum Loop Road, Lakeland, Florida.

Present and constituting a quorum were:

Scott Shapiro	Supervisor; Elected as Chairman
Mike Seney	Supervisor; Elected as Vice-Chairman
Andy Mason	Supervisor; Elected as Assistant Secretary
Debbie Mason	Supervisor; Elected as Assistant Secretary

Also, present were:

Jill Burns	District Manager, GMS
Jennifer Kilinski	KE Law
Jake Whealdon	KE Law
Ashton Bligh <i>by Zoom</i>	Greenberg Traurig
Rodney Gadd <i>by Zoom</i>	Gadd & Associates

The following is a summary of the discussions and actions taken at the May 24, 2022 Schaller Preserve 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 1:50 p.m. Four Supervisors were in attendance at the meeting constituting a quorum.

B. Public Comment Period

There were no members of the public present.

C. Oath of Office

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

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SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

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

B. Information on Community Development Districts and Public Official Responsibilities and Florida Statutes Chapter 190

Ms. Burns noted the Supervisors were familiar with the Sunshine law.

C. Election of Officers

1. Resolution 2022-01 Appointing Officers

Ms. Burns reviewed the process for officers and the Board decided to have Mr. Scott Shapiro as Chair, Mr. Mike Seney as Vice Chair, Mr. Andy Mason, and Ms. Debbie Mason and Ms. Michele Shapiro as Assistant Secretaries. She noted GMS staff of George Flint as Assistant Secretary and herself as Secretary.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-01 Appointing Officers with Mr. Shapiro as Chair and Mr. Seney as Vice Chair, Mr. Mason, and Ms. Mason and Ms. Shapiro as Assistant Secretaries, and GMS staff of George Flint as an Assistant Secretary and Ms. 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. Shapiro, seconded by Mr. Seney, 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 Contract for District Management Services

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

1. Resolution 2022-03 Appointing District Manager

Ms. Burns notes the agreement form is included with fees for GMS. The change is from \$35,000 to \$37,500.

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

B. Consideration of Contract for District Counsel Services

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

2. Resolution 2022-04 Appointing District Counsel

Ms. Burns noted fees were included in the packet. It was noted that the firm had a couple of different paralegals.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-05 Selection of Registered Agent as Jill Burns and her Office in Orlando as the Registered Office, was approved.

D. Resolution 2022-06 Appointing Interim District Engineer

Ms. Burns noted the interim engineer would be Gadd and Associates.

E. Consideration of Interim District Engineering Agreement

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-06 Appointing Interim District Engineer as Gadd and Associates, was approved.

F. Request Authorization to Issue RFQ for Engineering Services

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Ms. Burns stated he needed a motion to issue the RFQ for engineering services. She suggested June 30th as the due date.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, 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 2022

Ms. Burns suggested the 4th Tuesday of the month at 1:30 p.m. The meeting will be at the same location.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-07 Designation of Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2022 as the 4th Tuesday of the Month at 1:30 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 July 26, 2022 at 1:30 p.m. at the same location.

On MOTION by Ms. Mason, seconded by Mr. Shapiro, with all in favor, Resolution 2022-08 Designation of Landowner’s Meeting Date, Time, and Location for July 26, 2022 at 1:30 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

Ms. Burns suggested this be held in conjunction with the July 26, 2022 meeting at 1:30 p.m.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-09 Setting a Public Hearing to Consider the

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Proposed Rules of the District for July 26, 2022 at 1:30 p.m. at the same location, was approved.

D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2022 and 2023

1. Consideration of Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2021/2022 and 2022/2023 Budget

Ms. Burns proposed they set the date for July 26, 2022 at 1:30p.m. at the same location. She added the budget is included for the Board review. Ms. Burns noted this budget is from May through September and there are pro-rated expenses for administration. For 2023 it is a full year of Administrative expenses.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2021/2022 and 2022/2023 Budget for July 26, 2022 at 1:30 p.m. at the same location, was approved.

2. Approval of the Fiscal Year 2021/2022 and 2022/2023 Developer Funding Agreement

Ms. Burns noted this will fund this year’s budget is included in the packet.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, the Fiscal Year 2021/2022 and 2022/2023 Budget Funding Agreement, was approved.

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 July 26, 2022 at 1:30 p.m. at the same location for this meeting.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 Accordance with Section 197.3632, Florida Statutes for July 26, 2022 at 1:30 p.m. at the same location, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

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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 Mr. Shapiro, seconded by Mr. Seney, 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 Mr. Shapiro, seconded by Mr. Seney, 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 explained the resolution. She noted this sets forth a process if there is a lawsuit filed against a Board member. She noted as long as the Board member was working within the scope of their responsibilities, they would be covered legally.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 to ratify the action already noticed.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 190.0486, Florida Statutes, was ratified.

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E. Consideration of Resolution 2022-16 Adopting Investment Guidelines

Ms. Burns noted this would be in accordance with the guidelines established by the state of Florida.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 or Treasurer to authorize that report and send it to the Treasurer.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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. Shapiro, seconded by Mr. Seney, 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. Shapiro, seconded by Mr. Seney, 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 noted that this is in accordance with Florida statutes and included in the packet.

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On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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. There was Board discussion on destruction of records and what would be destroyed and the timeline.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-21 Adopting a Records Retention Policy Option 1, 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. Board members Mike Seney, Mr. Andy Mason and Ms. Debbie Mason agreed to compensation. Mr. Shapiro will not receive 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 set as Mr. Rodney Gadd’s office as the District Office at 4685 East County Road, 540A, Lakewood, Florida, 33813

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-22 Selecting District Records Office Within Polk County as Mr. Gadd’s Office at 4685 East County Road, 540A, Lakewood, Florida 33813, 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 4685 East County Road, 540A, Lakewood, Florida 33813.

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On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-23 Designating the Primary Administrative Office as 219 E. Livingston, Orlando, Florida, and Principal Headquarters of the District as 4685 East County Road, 540A, Lakewood, Florida 33813., was approved.

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. Ms. Burns suggested approval of the one-time set up fee.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, the Website Services Agreement One Time Web Creation, 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 and this approves staff to file the report.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 Traurig as Bond Counsel and the agreement is in the packet. Ms. Bligh was present via phone. Ms. Bligh clarified the current fee for the Board.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-24, Appointing Bond Counsel as Greenberg Traurig, was approved.

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

Ms. Burns noted FMS Bond Specialist would be the investment banker.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 be with GMS and has been previously approved.

4. Trustee

Ms. Burns noted this proposal in the packet is with US Bank. The annual Trustee fee is \$3,750.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Appointed the Trustee as US Bank, was approved.

B. Approval of Financing Team Funding Agreement

Ms. Burns explained that under the terms of this agreement any funds provided as part of this agreement would be reimbursed under the future bond issuance.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, the Financing Team Funding Agreement, was approved.

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Engineer’s Report

The District Engineer gave an overview of his report. Mr. Gadd noted the typical improvements anticipated and the anticipated dates. He noted the exhibits were included in the report.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, the Engineer’s Report, was approved.

B. Consideration of Assessment Methodology

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Ms. Burns reviewed the Master Assessment Methodology report. She explained this allocates debt to the properties based on the special benefits from the District's capital improvement plan. She noted this will be supplemented with one or more supplemental reports to reflect the actual terms and conditions at the time of each issuance of series of bonds. She summarized the tables included in the report. She noted there are 415 single family lots, 210 in Phase 1 and 205 in Phase 2. All lots have the same ERU of 1. She noted the estimate at \$16,058,446. The bond sizing is \$20,880,000. The par debt per unit is at \$50,313 for each of the 415 lots. The gross annual debt assessment is \$3,745. The par debt per acre reflects 1 property owner owning all acres.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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

Ms. Bligh presented the resolution noting there was a not-to-exceed amount of \$20,000,000. She noted Chapter 190 stated all bonds must be secured by a Trust Agreement. She reviewed all sections. Ms. Bligh noted a slip page will be provided to the District once the ordinance date is confirmed from the county. Ms. Burns pointed out that the bond sizing methodology is \$20,880,000 and the not to exceed amount needed to be bumped to \$21,000,000. Ms. Bligh noted she will provide that change.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 noted that the assessments are included in the packet. The cost estimates are included with updated amounts.

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On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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 July 26, 2022 at 1:30 p.m. at the same location. Mailed notices will be completed.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-28, Setting a Public Hearing for Special Assessments for July 26, 2022 at 1:30 p.m., was approved.

EIGHTH ORDER OF BUSINESS

Other Business

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

Ms. Burns presented the resolution.

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

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

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

On MOTION by Mr. Shapiro, seconded by Mr. Seney, 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.

C. Consideration of Resolution 2022-31 Direct Purchase Resolution

Ms. Burns noted this allows the District to directly purchase construction materials since they are tax exempt. She added this is in the packet and names the District Engineer or the District manager as the purchasing agent.

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On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-31 Direct Purchase Resolution, was approved.

D. Consideration of Resolution 2022-32 Authorizing the Use of Electronic Documents

Ms. Burns presented the resolution and noted it allows DocuSign for most items.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-32 Authorizing the Use of Electronic Documents, was approved.

E. Consideration of Resolution 2022-33 Adopting an Internal Controls Policy

Ms. Burns presented the resolution. This is a requirement for detecting fraud and/or waste.

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, Resolution 2022-33 Adopting an Internal Controls Policy, was approved.

F. Staff Reports

i. Attorney

Mr. Whealdon stated he did not have anything further.

ii. Manager

Ms. Burns noted the next Board meeting would be July 26, 2022.

G. Supervisors Requests

There being none, the next item followed.

H. Approval of Funding Request No. 1

Ms. Burns noted this request was in the package for review. This is an initial startup cost for ads, public hearings and insurance.

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

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NINTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Shapiro, seconded by Mr. Seney, with all in favor, the meeting was adjourned.

Jill Burns

Secretary/Assistant Secretary

Scott Shapiro

Chairman/Vice Chairman