

**MINUTES OF MEETING
PALM COAST 145
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Palm Coast 145 Community Development District held Multiple Public Hearings and a Regular Meeting on March 22, 2022, immediately following the Landowners' Meeting, scheduled to commence at 2:00 P.M., at the Hilton Garden Inn Palm Coast Town Center, 55 Town Center Blvd., Palm Coast, Florida 32164.

Present at the meeting were:

David Hansen	Chair
Robert Atack	Assistant Secretary
Clifton Fischer	Assistant Secretary

Also present were:

Cindy Cerbone	District Manager
Andrew Kantarzhi	Wrathell, Hunt and Associates, LLC
Jonathan Johnson (via telephone)	District Counsel
JW Howard (via telephone)	Morgan Stanley
John Amm (via telephone)	M-R Development & Construction, Inc.
Brian Robinson (via telephone)	M-R Development & Construction, Inc.
Brad Kline (via telephone)	Landowner
Blake Kline (via telephone)	Landowner
Keith Compton (via telephone)	

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 2:16 p.m. Supervisors Atack, Fischer and Hansen and were present, in person. Supervisors Beebe and Green were not present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Elected Board of Supervisors *(the following will be provided in a separate package)*

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Atack, Mr. Fischer and Mr. Hansen.

Ms. Cerbone discussed recordkeeping, public records requests, use of CDD email addresses and completion and timely submission of forms and provided and explained the following items:

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Chapter 190, Florida Statutes**
- D. Financial Disclosure Forms**
 - I. Form 1: Statement of Financial Interests**
 - II. Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - III. Form 1F: Final Statement of Financial Interests**
- E. Form 8B: Memorandum of Voting Conflict**

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2022-29, Canvassing and Certifying the Results of the Landowners’ Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2022-29 and recapped the Landowners’ Election results as follows:

Seat 1	Michael Beebe	145 votes	2-Year Term
Seat 2	Robert Atack	145 votes	2-Year Term
Seat 3	Franklin Green	146 votes	4-Year Term
Seat 4	David Hansen	146 votes	4-Year Term
Seat 5	Clifton Fischer	145 votes	2-Year Term

On MOTION by Mr. Hansen and seconded by Mr. Atack, with all in favor, Resolution 2022-29, Canvassing and Certifying the Results of the Landowners’ Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date, was adopted.

Resolution 2022-30, Designating Certain Officers of the District, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2022-30. Mr. Atack nominated the following slate of officers:

Chair	David Hansen
Vice Chair	Michael Beebe
Secretary	Craig Wrathell
Assistant Secretary	Franklin Green
Assistant Secretary	Robert Atack
Assistant Secretary	Clifton Fischer
Assistant Secretary	Cindy Cerbone
Assistant Secretary	Daniel Rom

No other nominations were made.

Prior appointments by the Board for Treasurer and Assistant Treasurer remain unaffected by this Resolution.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, Resolution 2022-30, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

- **Consideration of Resolution 2022-14, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2021/2022 and Providing for an Effective Date**

This item, previously the Tenth Order of Business, was presented out of order.

Ms. Cerbone suggested setting recurring meeting dates to facilitate securing a meeting location in Flagler County. The meeting dates and times would be inserted into the Fiscal Year 2021/2022 Meeting Schedule, as follows:

DATE: Fourth Tuesday of the month beginning May 2022

TIME: 2:00 PM

Ms. Cerbone presented Resolution 2022-14.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, Resolution 2022-14, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2021/2022, as amended, and Providing for an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS

Public Hearing to Consider the Adoption of an Assessment Roll and the Imposition of Special Assessments Relating to the Financing and Securing of Certain Public Improvements

- *Hear testimony from the affected property owners as to the propriety and advisability of making the improvements and funding them with special assessments on the property.*
- *Thereafter, the governing authority shall meet as an equalizing board to hear any and all complaints as to the special assessments on a basis of justice and right.*

A. Affidavit/Proof of Publication

The affidavit of publication was included for informational purposes.

B. Mailed Notice to Property Owner(s)

Ms. Cerbone stated the required Mailed Notice to Property Owners was not mailed far enough in advance of today’s meeting and, although the sole property owner is on the phone, the statutory procedures must be followed. She and District Counsel conferred and recommended opening the Public Hearing today and continuing it to the April 20, 2022 meeting.

C. Engineer’s Report *(for informational purposes)*

Ms. Cerbone stated that Mr. Barq corrected a scrivener’s error on the Table of Contents on the Engineer’s Report dated November 30, 2021 and named the corrected version “Revised: March 16th, 2022 but since there were no substantive changes to the numbers, acres or improvements, she would ask Mr. Barq to change the date back to November 30, 2021.

Mr. Johnson stated the published notice in the newspaper was properly noticed and it would not be re-run. The Public Hearing would open and would be continued to next month, when both notices have been successfully done.

D. Master Special Assessment Methodology Report *(for informational purposes)*

This item was included for informational purposes.

On MOTION by Mr. Atack and seconded by Mr. Fischer, with all in favor, the Public Hearing was opened.

No members of the public spoke.

On MOTION by Mr. Fischer and seconded by Mr. Atack, with all in favor, the Public Hearing recessed and was continued to April 20, 2022 at 10:30 a.m., at 25 Old Kings Road North, Suite 2B, Palm Coast, Florida 32137.

- E. Consideration of Resolution 2022-32, Authorizing District Projects for Construction and/or Acquisition of Infrastructure Improvements; Equalizing, Approving, Confirming, and Levying Special Assessments on Property Specially Benefited by Such Projects to Pay the Cost Thereof; Providing for the Payment and the Collection of Such Special Assessments by the Methods Provided for by Chapters 170, 190 and 197, Florida Statutes; Confirming the District's Intention to Issue Special Assessment Bonds; Making Provisions for Transfers of Real Property to Homeowners Associations, Property Owners Association and/or Governmental Entities; Providing for the Recording of an Assessment Notice; Providing for Severability, Conflicts and an Effective Date**

This item was deferred to the Continued Public Hearing.

SEVENTH ORDER OF BUSINESS

Public Hearing to Hear Public Comments and Objections to the Adoption of the Rules of Procedure, Pursuant to Sections 120.54 and 190.035, Florida Statutes

A. Affidavits of Publication

The affidavits of publication were included for informational purposes.
Ms. Cerbone reviewed the Rules of Procedure.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, the Public Hearing was opened.

No members of the public spoke.

On MOTION by Mr. Fischer and seconded by Mr. Hansen, with all in favor, the Public Hearing was closed.

B. Consideration of Resolution 2022-33, Adopting Rules of Procedure; Providing a Severability Clause; and Providing an Effective Date

Ms. Cerbone presented Resolution 2022-33.

On MOTION by Mr. Atack and seconded by Mr. Fischer with all in favor, Resolution 2022-33, Adopting Rules of Procedure; Providing a Severability Clause; and Providing an Effective Date, was adopted.

EIGHTH ORDER OF BUSINESS

Consideration of Resolution 2022-31, Re-Designating a Date, Time, and Location of a Public Hearing Regarding the District’s Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date

Ms. Cerbone presented Resolution 2022-31.

On MOTION by Mr. Hansen and seconded by Mr. Atack, with all in favor, Resolution 2022-31, Re-Designating a Date, Time, and Location of April 20, 2022 at 10:30 a.m., at 25 Old Kings Road North, Suite 2B, Palm Coast, Florida 32137 for a Public Hearing Regarding the District’s Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date, was adopted.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2022-07, Designating the Primary Administrative Office and Principal Headquarters of the District; Designating the Location of the Local District Records Office; and Providing an Effective Date

This item was deferred.

**PALM COAST 145 CDD
TENTH ORDER OF BUSINESS**

March 22, 2022

**Consideration of Resolution 2022-14,
Designating Dates, Times and Locations for
Regular Meetings of the Board of
Supervisors of the District for Fiscal Year
2021/2022 and Providing for an Effective
Date**

This item was presented following the Fifth Order of Business.

ELEVENTH ORDER OF BUSINESS

**Consideration of Stormwater Management
Needs Analysis Reporting Requirements**

Ms. Cerbone stated she communicated with the District Engineer regarding this required filing. Mr. Johnson stated only the CDD is required to file this report and, to the extent that private stormwater facilities currently exist, a report would not be required from the CDD. Mr. Johnson believed, given that the CDD will not own any stormwater facilities as of the June 30, 2022 report deadline, submittal of a letter to that effect should suffice.

TWELFTH ORDER OF BUSINESS

**Acceptance of Unaudited Financial
Statements as of February 28, 2022**

Ms. Cerbone presented the Unaudited Financial Statements as of February 28, 2022. As the CDD is Landowner-funded, funding requests will be submitted and expenses will be paid only when incurred. Contact information for the Accounting Department would be emailed to Mr. Compton.

Discussion ensued regarding CDD versus HOA ownership of infrastructure assets. Ms. Cerbone discussed use of bond funds for public improvements and noted these seemed to have been addressed based on her reading of the District Engineer's Report.

**On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, the
Unaudited Financial Statements as of February 28, 2022, were accepted.**

THIRTEENTH ORDER OF BUSINESS

**Approval of January 25, 2022
Organizational Meeting Minutes**

Ms. Cerbone presented the January 25, 2022 Organizational Meeting Minutes.

The following change was made:

Line 20 and throughout: Change “Montaz” to “Momtaz”

▪ **Discussion Resumed: Unaudited Financial Statements as of February 28, 2022**

Mr. Compton asked if the exact infrastructure and the budget for that infrastructure was determined and decided upon. Ms. Cerbone stated an estimation of probable costs was included in the Engineer’s Report.

Discussion ensued regarding estimates for hard and soft costs. Mr. Compton asked when a final cost would be calculated and who would make the determination of project costs.

Mr. Johnson stated Mr. JW Howard, the Investment Banker and Underwriter, would address that but, ultimately, that decision would be made by the Landowner and the financing team and a package would be presented to the Board.

Mr. Howard stated that Mr. Amm could address the revised Engineer’s Report and total project costs. What the bonds will support is predicated on several factors, including what the homeowners can afford and what the Developer can contribute in terms of infrastructure to complete the project. While the bond numbers are constrained tightly by the Landowner’s negotiations with builders and potential lot purchasers who will develop those lots, homeowner assessments are capped out on a per front foot square foot basis.

Discussion ensued regarding the Engineer’s Report, infrastructure and the amount of the bonds to be issued.

Mr. Howard stated the current version of the Engineer’s Report identifies all options to set a maximum amount for the purposes of bond validation; ultimately, the Landowner would decide which items would be funded and, at that time, an Addendum to the Report would be issued to accompany the offering statement.

Mr. Amm discussed the Developer’s financing of additional project costs.

▪ **Discussion Resumed: Approval of January 25, 2022 Organizational Meeting Minutes**

On MOTION by Mr. Atack and seconded by Mr. Fischer, with all in favor, the January 25, 2022 Organizational Meeting Minutes, as amended, were approved.

FOURTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Kutak Rock LLP*

Mr. Johnson stated the bond validation hearing is scheduled for April 6, 2022, via Zoom. An update would be provided at the next meeting.

B. District Engineer (Interim): *Terra-Max Engineering, Inc.*

Ms. Cerbone stated Mr. Barq was unable to attend today due to a court hearing. The Request for Qualifications (RFQ) would be presented for award at the next meeting.

C. District Manager: *Wrathell, Hunt and Associates, LLC*

○ **QUORUM CHECK**

The next meeting will be held on April 20, 2022 at 10:30 a.m., at 25 Old Kings Road North, Suite 2B, Palm Coast, Florida 32137.

Ms. Cerbone stated the proposed Fiscal Year 2023 budget would be discussed at the April or May meeting, as it must be approved by June 15, 2022. She recommended a maintenance agreement with the HOA and asked if a Board Member or Developer representative would work with her. Mr. Amm stated he would advise as necessary.

FIFTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

SIXTEENTH ORDER OF BUSINESS

Public Comments

Mr. Compton asked if there is a projected date for the bond sale.

Mr. Howard stated the validation hearing would be held on April 6, 2022 and, following a 30-day period, the bonds may be sold. Pricing would be scheduled on May 11, 2022 and the closing would likely be two weeks later. The goal is to have substantially final documents for review and approval by the Board and the Landowner at the April 20, 2022 meeting. Once approved, marketing materials would be issued to price on May 11, 2022.

SEVENTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Fischer and seconded by Mr. Hansen, with all in favor, the meeting adjourned at 2:59 p.m.


Secretary/Assistant Secretary


Chair/Vice Chair