

MINUTES OF MEETING
RHODINE ROAD NORTH
COMMUNITY DEVELOPMENT DISTRICT

The Organizational Meeting of the Board of Supervisors of the Rhodine Road North Community Development District was held on Wednesday, December 19, 2018 at 1:30 p.m. at Holiday Inn Express, 2102 N Park Road, Plant City, Florida.

Present and constituting a quorum were:

Rennie Heath	Chairman
Andrew Rhinehart	Vice Chairman
Phillip Allende	Assistant Secretary
John Mazuchowski	Assistant Secretary

Also, present were:

Jill Burns	District Manager
Michelle Rigoni	District Counsel
Roy Van Wyk	District Counsel
Camille Evans	Bond Counsel
Heather Wertz	Interim District Engineer

The following is a summary of the discussions and actions taken at the December 19, 2018 Rhodine Road North Community Development District's Organizational Meeting.

FIRST ORDER OF BUSINESS

Introduction

A. Call to Order

Ms. Burns called the meeting to order and noted that a quorum was established.

B. Public Comment Period

Ms. Burns stated that there were no members of the public present.

C. Oath of Office

Ms. Burns recited the Oath of Office and swore in Rennie Heath, Phillip Allende, Andrew Rhinehart, and John Mazuchowski. The remaining Supervisor will be sworn in at the next meeting.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

Ms. Burns noted that the proof of meeting notice was included in the package.

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

Ms. Burns decided to skip the explanation for the Sunshine and Publics Records Laws because all of the Board Members had been on a Board prior to Rhodine Road North.

C. Election of Officers

1. Resolution 2019-01 Appointing Officers

Ms. Burns asked for nominations for the Board. Mr. Allende nominated Mr. Heath as Chairman and Mr. Rhinehart was nominated as the Vice Chairman. The remaining three Board Members were named as Assistant Secretaries. Ms. Burns will be named Secretary and George Flint with GMS will be named as Assistant Secretary.

On MOTION by Mr. Allende, seconded by Mr. Heath, with all in favor, Resolution 2019-01 Appointing Rennie Heath as Chairman, Andrew Rhineheart as Vice Chairman, and Phillip Allende, John Mazuchowski, Lauren Schwenk, and George Flint as Assistant Secretaries, and Jill Burns as Secretary was approved.

2. Resolution 2019-2 Appointing Treasurer and Assistant Treasurer

Ms. Burns stated that Ariel Lovera and Jill Burns of GMS would be named as Treasurer and Assistant Treasurer.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-02 Appointing Ariel Lovera as Treasurer and Jill Burns as Assistant Treasurer was approved.

THIRD ORDER OF BUSINESS

Retention of District Staff

A. Consideration of Resolution 2019-03 Appointing a District Manager

Ms. Burns noted this is the same agreement the Board has seen at previous Districts and the fees are the same.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-03 Appointing GMS-CF, LLC as District Manager was approved.

B. Consideration of Appointment District Counsel

1. Resolution 2019-04 Appointing District Counsel

Ms. Burns stated that attached to the resolution was the fee agreement from Hopping Green and Sams. Ms. Rigoni offered to answer any questions the Board had.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-04 Appointing Hopping, Green & Sams as District Counsel was approved.

C. Consideration of Resolution 2019-05 Selection of Registered Agent and Office

Ms. Burns stated that this resolution would name Roy, of Sarah's office, as the registered agent and the office as the Hopping Green and Sams office.

On MOTION by Mr. Rhineheart, seconded by Mr. Heath, with all in favor, Resolution 2019-05 Appointing a Registered Agent and Office was approved.

D. Consideration of Resolution 2019-06 Appointing Interim District Engineer

Ms. Burns stated that a fee schedule was included in the agenda package. Ms. Burns stated that this resolution would appoint Hamilton Engineering as the interim District Engineer.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-06 Appointing an Interim District Engineer was approved.

E. Consideration of Interim District Engineering Services Agreement

Ms. Burns stated that the Interim Engineer Services Agreement was also included in the agenda package.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the Interim District Engineering Agreement with Hamilton Engineering & Surveying, Inc. was approved.

F. Request Authorization to Issue RFQ for Engineering Services

Ms. Burns suggested the RFQ be due January 28, 2019 at 12:00 p.m.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the Request for Authorization to Issue the RFQ for Professional Engineering Services was approved.

FOURTH ORDER OF BUSINESS

Designation of Meetings and Hearing Dates

A. Consideration of Resolution 2019-07 Designation of Regular Monthly Meeting Date, Time and Location for Fiscal Year 2019

Ms. Burns suggested the first Wednesday of each month at 11:30 a.m. might be a good time to not interfere with any other meetings.

On MOTION by Mr. Allende, seconded by Mr. Heath, with all in favor, Resolution 2019-07 Designating the First Wednesday of the Month at 11:30 a.m. at the Holiday Inn Express, 2102 N Park Road, Plant City, Florida as the Monthly Meeting Date, Time and Location for Fiscal Year 2019 was approved.

B. Consideration of Resolution 2019-08 Designation of Landowners' Meeting Date, Time and Location

Ms. Burns suggested setting the meeting for February 6, 2019 at 11:30.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-08 Designating February 6, 2019 at 11:30 a.m. at the Holiday Inn Express, 2102 N Park Road, Plant City, Florida as the Landowners' Meeting Date and Time and 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 2019-09 Setting a Public Hearing to Consider the Proposed Rules of the District

Ms. Burns suggested setting the date as February 6, 2018 at 11:30 a.m.

On MOTION by Mr. Allende, seconded by Mr. Heath, with all in favor, the Designation of February 6, 2019 at 11:30 a.m., at the Holiday Inn Express, 2102 N Park Road, Plant City, Florida as the Date of Public Hearing to Adopt the Rules of Procedure in Accordance with Section 120.54, Florida Statutes was approved.

D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2019

1. Consideration of Resolution 2019-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2019 Budget

Ms. Burns suggested the date of March 6, 2019 at 11:30 a.m. for the public hearing, so they can reach the 60-day publication deadline.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-10 Approving the Proposed Fiscal Year 2019 Budget and Setting the Public Hearing for March 6, 2019 at 11:30 a.m. at the Holiday Inn Express, 2102 N Park Road, Plant City, Florida was approved.

2. Approval of the Fiscal Year 2018/2019 Developer Funding Agreement

Mr. Heath noted they needed to change JMBI Real Estate, LLC as the developer.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the Fiscal Year 2018/2019 Developer Funding Agreement, was approved, as amended.

E. Resolution 2019-11 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 noted that they would send this resolution to the County and it will allow them to use the tax roll to collect District assessments. Ms. Burns suggested the public hearing be held on February 6, 2019 at 11:30 a.m.

On MOTION by Ms. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-11 Setting the date of the Public Hearing for March 6, 2019 at 11:30 a.m. at the Holiday Inn Express, 2102 N Park Road, Plant City, Florida Expressing the District's Intent to Utilitize the Uniform Method of Levying, Collecting and Enforcing Non-Ad-Valorem Assessments in Accordance with Section 197.3632 Florida Statutes, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Resolution 2019-12 Designating a Qualified Public Depository

Ms. Burns stated that GMS generally uses SunTrust, but the Board could choose anyone they wanted. The Board agreed to use SunTrust.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-12 Designating SunTrust as a Qualified Public Depository was approved.

B. Resolution 2019-13 Authorization of Bank Account Signatories

Ms. Burns requested that herself and George Flint should be filled into the blanks authorizing them to sign checks.

On MOTION by Mr. Allende, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-13 Authorizing Ms. Burns and Mr. Flint of GMS-CF, LLC as Bank Account Signatories was approved.

C. Consideration of Resolution 2019-14 Relating to Defense of Board Members

Ms. Burns noted that this resolution evidences the District's intent to provide legal defense to Board Members and staff.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-14 Relating to Defense of Board Members was approved.

D. Consideration of Resolution 2019-15 Authorizing District Counsel to Record in the Property Records of Hillsborough County the "Notice of Establishment" in accordance with Chapter 190.0485, Florida Statutes.

Ms. Burns stated that they now have the Notice of Establishment and will just be looking for authorization for Counsel to record.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-15 Authorizing District Counsel to Record the Property Records of Hillsborough County the "Notice of Establishment" in accordance with Chapter 190.0485, Florida Statutes was approved.

E. Consideration of Resolution 2019-16 Adopting Investment Guidelines

Ms. Burns explained that this resolution outlines conservative investment requirements for the District that directs how the District's excess funds can be invested.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-16 Adopting Investment Guidelines was approved.

F. Consideration of Resolution 2019-17 Authorizing the Execution of Public Depositor Report

Ms. Burns stated that this resolution allows the District Manager or Treasurer to execute the Depositor Report and send it to the Treasurer of the State of Florida.

On MOTION by Mr. Rhineheart, seconded by Mr. Allende, with all in favor, Resolution 2019-17 Authorizing Execution of Public Depositor Report was approved.

G. Consideration of Resolution 2019-18 Designating a Policy for Public Comment

Ms. Burns stated that this resolution is required by Florida Statutes that outlines the procedures on how members of the public are able to comment at our meeting. Ms. Burns explained that there will be public comment at the beginning and at the end of the meetings, and the resolution outlines how the Board can deal with public decorum issues that might come up during meetings.

On MOTION by Mr. Allende, seconded by Mr. Rhinehart, with all in favor, Resolution 2019-18 Designating a Policy for Public Comment was approved.

H. Consideration of Resolution 2019-19 Adopting a Travel and Reimbursement Policy

Ms. Burns stated that this resolution establishes standard travel reimbursement rates, procedures, and limitations to public officers and employees who are traveling and paid for by the District.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-19 Adopting a Travel and Reimbursement Policy was approved.

I. Consideration of Resolution 2019-20 Adopting a Prompt Payment Policy

Ms. Burns noted Florida Statutes require timely payment to vendors and contractors to provide goods to the District. The policy is attached as Exhibit A, and outlines those policies.

On MOTION by Mr. Rhineheart seconded by Mr. Mazuchowski, with all in favor, Resolution 2019-20 Adopting a Prompt Payment Policy was approved.

J. Consideration of Resolution 2019-21 Adopting a Records Retention Policy

Ms. Burns addressed two memos that outlined option A and option B. Ms. Burns explained that option A allows for timely destruction of records as outlined with state and federal laws, and explained that option B did not allow the District to destroy any records. Ms. Burns stated staff recommendation is option A, and explained that after 5 years they destroy records.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-21 Adopting Records Retention Policy Option A was approved.

K. Consideration of Compensation to Board Members

Ms. Burns explained that the Florida Statutes allow payment of up to \$200 per meeting for Board Members if they choose to receive compensation.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, the Compensation to Board Members was approved.

L. Resolution 2019-22 Selecting District Records Office Within Hillsborough County

Ms. Burns suggested the office of Hamilton Engineering and Surveying Inc. at 3409 W. Lemon St., Tampa, FL 33609.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, Resolution 2019-22 Selecting 3409 W. Lemon St. Tampa, FL, as the District Records Office Within Hillsborough County, was approved.

M. Resolution 2019-23 Designation the Primary Administrative Office and Principal Headquarters of the District

Ms. Burns explained that the District's primary administrative office would be the GMS office in Orlando at the address 135 W. Central Blvd. Suite 320, Orlando, FL 32801. Ms. Burns stated that the principal headquarters for establishing the venue needs to be located within Hillsborough County, she suggested the address of Hamilton Engineering at 3409 W. Lemon St., Tampa, FL 33609.

On MOTION by Mr. Rhineheart, seconded by Mr. Allende, with all in favor, Resolution 2019-23 Designating the Primary Administrative Office at 135 West Central Boulevard, Suite 320, Orlando, FL 32801, and the Principal Headquarters of the District at 3409 W. Lemon St., Tampa, FL 33609 was approved.

N. Consideration of Website Services Agreement

Ms. Burns noted the agreement will allow GMS-CF, LLC to set up the District’s website.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, the Website Services Agreement with GMS-CF, LLC 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 in Hillsborough County

Ms. Burns noted that there was no backup for this item.

On MOTION by Mr. Rhineheart, seconded by Mr. Allende, with all in favor, the Authorization to Prepare Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date of August 1st in Hillsborough County, was approved.

SIXTH ORDER OF BUSINESS

Capital Improvements

A. Appointing of Finance Team

1. Bond Counsel

Ms. Burns noted that under tab 1 was an agreement from Bond Counsel Greenberg Traurig.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the Bond Counsel Agreement with Greenberg Traurig, P.A. was approved.

2. Investment Banker

Ms. Burns noted under tab 2 was the agreement for Underwriting services and the G-17 disclosure from FMSbonds.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the Underwriting Services Agreement and G-17 Disclosure with FMSbonds was approved.

3. Assessment Administrator

Ms. Burns noted tab 3 appoints GMS-CF, LLC as the assessment administrator that was previously approved in the management agreement they have.

On MOTION by Mr. Heath, seconded by Mr. Rhinehart with all in favor, the Assessment Administrator Agreement with GMS-CF, LLC was approved.

4. Trustee

Ms. Burns noted under tab 4 is the agreement from US Bank, provided by Stacey Johnson for them to serve as Trustee.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, the Trustee Agreement with US Bank was approved.

B. Approval of Financing Team Funding Agreement

Ms. Burns noted the previous entity Cassidy Properties was listed and would be changed to JMBI Real Estate, LLC. Ms. Burns explained this agreement states the developer will provide funds to the District to enable them to commence the financing program and make all money necessary to allow the District to move forward in issuing bonds.

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

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Engineer’s Report

Ms. Burns stated that the Engineer’s Report was circulated and suggested that the Board approve the report in substantial form in case revisions were necessary. Ms. Wertz explained that Rhodine Road North consists of about 102 acres and 307 single family lots. She also stated that the CDD will provide funding for storm water management, roadways, water, waste water, all such improvements. The cost for probable improvements is \$5.1 million.

Ms. Rigoni asked Ms. Wertz a series of questions based on her professional experience;

- Is the probable cost reasonable? Ms. Wertz answered yes.

- Do you have reason to believe the District cannot undertake this project? Ms. Wertz answered no.

On MOTION by Ms. Rhineheart, seconded by Mr. Allende, with all in favor, the Engineer's Report was approved, in substantial form.

B. Consideration of Assessment Methodology

Ms. Burns stated this Assessment Methodology Report contemplates the cost of the capital improvement plan outlined in the Engineer's Report of \$5.1 million. Ms. Burns summarized the tables in the Assessment Methodology for the Board. Ms. Wertz commented that the number of lots listed did not match her Engineer's Report. The Board decided to approve with the amendment to update the lot count to 307.

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the Assessment Methodology, as amended to update lot count to 307 was approved.

C. Consideration of Resolution 2019-24 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Ms. Evans went over Resolution 2019-24 with the Board. She suggested changing the "not to exceed amount" of \$7 million to \$10 million in consideration of additional capacity in the future. The Board did not have any questions for Ms. Evans.

On MOTION by Mr. Rhineheart, seconded by Mr. Allende, with all in favor, Resolution 2019-24 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, with a NTE amount of \$10 million was approved.

D. Consideration of Resolution 2019-25 Declaring Special Assessments and Approval of Assessment Methodology

Ms. Burns noted the Board had already reviewed both items in Resolution 2019-25. Ms. Rigoni noted this resolution evidences the Districts intent to begin the assessment levy process.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-25 Declaring Special Assessments and Approving the Assessment Methodology was approved.

E. Consideration of Resolution 2019-26 Setting the Public Hearing for Special Assessments

Ms. Burns suggested the public hearing date of February 6, 2019 at 11:30 a.m. at the Board’s current location.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-26 Setting the Public Hearing for Special Assessments on February 6, 2019 at 11:30 a.m. at the Holiday Inn Express, 2102 N Park Road, Plant City, Florida was approved.

F. Consideration of Resolution 2019-27 Authorizing a Boundary Amendment

Ms. Burns and Ms. Rigoni stated they were approached by the developer to add additional land to the District, a total of 17 acres.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, Resolution 2019-27 Authorizing a Boundary Amendment, was approved.

G. Consideration of Boundary Amendment Funding Agreement

Ms. Burns stated that this is how the developer is going to agree to fund the invoices associated with the boundary amendment.

On MOTION by Mr. Heath, seconded by Mr. Allende, with all in favor, the Boundary Amendment Funding Agreement, was approved.

EIGHTH ORDER OF BUSINESS

Other Business

A. Staff Reports

1. Attorney

Ms. Rigoni had nothing additional for the Board.

2. Manager

The next item followed.

B. Supervisors Requests

There being none, the next item followed.

C. Approval of Funding Request No. 1

Ms. Burns noted the funding request allowed them to open the account, place all the ads that were approved prior in the meeting, and start issuing checks. Ms. Burns agreed to send the funding to Sheila and Lauren directly.

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

NINTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Heath, seconded by Mr. Rhineheart, with all in favor, the meeting was adjourned.


Secretary/Assistant Secretary


Chairman/Vice Chairman