

MINUTES OF MEETING
ANABELLE ISLAND
COMMUNITY DEVELOPMENT DISTRICT

The Organizational meeting of the Board of Supervisors of the Anabelle Island Community Development District was held Tuesday, April 6, 2021 at 10:00 a.m. at the Plantation Oaks Amenity Center, 845 Oakleaf Plantation Parkway, Orange Park, Florida.

Present and constituting a quorum:

Thomas Jinks	Chairman
Michael Russo	Vice Chairman
Kurt von der Osten	Supervisor
Rose Bock	Supervisor

Also present were:

Jim Perry	District Manager
Jennifer Kilinski <i>by phone</i>	District Attorney
David Taylor <i>by phone</i>	Interim Engineer
Anna Gregory <i>by phone</i>	Hopping Green & Sams
Sete Zare <i>by phone</i>	MBS Capital Market
Marilee Giles	GMS, LLC
Darrin Gowens <i>by phone</i>	KB Home

FIRST ORDER OF BUSINESS

Introduction

A. Call to Order

Mr. Perry called the meeting to order and called the roll. Four board members were present constituting a quorum.

B. Public Comment Period

There were no members of the public present for the meeting.

C. Oath of Office

Mr. Perry stated he would read one oath for each of the officers, and each would respond individually to affirm the oath. The four following officers replied with I Do: Mr. Russo, Ms. Bock, Mr. von der Osten, Mr. Jinks.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

This meeting was advertised in the newspaper and the notice is included in the agenda package.

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

Mr. Perry stated that everybody on the Board is familiar with Community Development Districts so they will not cover it further. Also included in the package is a copy of the Florida Statutes, Chapter 190, and a copy of the Sunshine Amendment. Anything for approval must be approved by the Board and cannot be discussed individually and communication emails should not reply to all and these are public record.

C. Election of Officers

1. Resolution 2021-01 Appointing Officers

Mr. Perry stated that a copy of the resolution is provided in your packet. A Chair, Vice Chair, and three Supervisors who will act as Assistant Secretary need to be appointed. The Board came to a consensus that Mr. Jinks will be Chair, Mr. Russo will be Vice Chair, and Mr. Osten and Ms. Bock, and Mr. Gowens will be Assistant Secretaries. Mr. Perry will be Secretary and Ms. Giles and Mr. Torres as Assistant Secretaries with GMS.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-01 Appointing Officers with Mr. Jinks as Chairman, Mr. Russo as Vice Chairman, Mr. Osten, Mr. Gowens, Ms. Bock, Ms. Giles, and Mr. Torres as Assistant Secretaries, and Mr. Perry as Secretary, was approved.

2. Resolution 2021-02 Appointing Treasurer and Assistant Treasurer

Mr. Perry asks the Board to appoint Ms. Marilee Giles as Treasurer and himself as Assistant Treasurer and Mr. Torres as an Assistant Treasurer.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-02 Appointing Ms. Giles as Treasurer and Mr. Perry and Mr. Torres as Assistant Treasurer, was approved.

THIRD ORDER OF BUSINESS Retention of District Staff

A. Consideration of Contract for District Management Services

i. Resolution 2021-03 Appointing District Manager

Mr. Perry reports that this resolution would appoint GMS as the District Manager. The agreement is included in the package with the fees, and they are standard fees for District management services. There were no questions on the agreement.

On MOTION by Mr. Jinks, seconded by Ms. Bock, with all in favor, Resolution 2021-03 Appointing GMS as the District Manager, was approved.

B. Consideration of Agreement for District Counsel Services

i. Resolution 2021-04 Appointing District Counsel

Mr. Perry stated that this resolution will appoint Hopping Green & Sams as District Counsel. Their fee agreement is attached to the resolution. There were no questions on the contract.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-04 Appointing Hopping Green & Sams as District Counsel, was approved.

C. Consideration of Resolution 2021-05 Selection of Registered Agent and Office

Mr. Perry stated this would appoint Ms. Jennifer Kolinski as a registered agent and Hopping Green & Sams office as the office location.

On MOTION by Mr. Russo, seconded by Mr. Jinks, with all in favor, Resolution 2021-05 Selecting Ms. Jennifer Kilinski as the Registered Agent and Hopping Green & Sams as the Registered Office, was approved.

D. Consideration of Resolution 2021-06 Appointing Interim District Engineer

Mr. Perry stated this would appoint Dunn & Associates Engineering as the Interim District Engineer. There were no questions.

On MOTION by Mr. Russo, seconded by Ms. Bock, with all in favor, Resolution 2021-06 Appointing Dunn & Associates Engineering as the Interim District Engineer, was approved.

E. Consideration of Interim District Engineering Agreement and Work Authorization No. 1

Mr. Perry stated the fee schedule is also attached. There being no questions,

On MOTION by Mr. Russo, seconded by Mr. Jinks, with all in favor, the Interim District Engineer Agreement and Work Authorization No. 1, was approved.

F. Request Authorization to Issue RFQ for Engineering Services

Mr. Perry stated there is a need to go through the RFQ process to solicit proposals for a District Engineer as required by statute.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Authorization of Staff to Issue an RFQ for Engineering Services, was approved.

FOURTH ORDER OF BUSINESS

Designation of Meetings and Hearing Dates

A. Consideration of Resolution 2021-07 Designation of Regular Monthly Meeting Date, Time and Location for Fiscal Year 2021

Mr. Perry suggested the second Tuesday of the month, at 2:00 at the Plantation Oaks Amenity Center at 845 Oakleaf Plantation Parkway, Orange Park, FL. 32065. This will start with May 11th and June 8th.

On MOTION by Ms. Bock, seconded by Mr. Osten with all in favor, Resolution 2021-07 Designating the Regular Monthly Meeting Date for the Second Tuesday of the Month at 2:00 p.m., at the Plantation Oaks Amenity Center, was approved.

B. Consideration of Resolution 2021-08 Designation of Landowner's Meeting Date, Time, and Location

Mr. Perry stated that the meeting could be set for May 11th, prior to the regular Board meeting, at 2:00 p.m. at the Plantation Oaks Amenity Center.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-08 Designation of the Landowner's Meeting for May 11, 2021 at 2:00 p.m. at the Plantation Oaks Amenity Center, was approved.

C. Designation of Date of Public Hearing to Adopt Rules of Procedure in accordance with Section 120.54, Florida Statutes

Mr. Perry reports that with Rules of Procedure they could do this on June 8th. A copy of the Rules of Procedure are in the agenda package and these are standard for Districts. They cover basics on meetings, voting, purchasing and contracting set by statutes.

i. Consideration of Resolution 2021-09 Setting a Public Hearing to Consider the Proposed Rules of the District

a. Rules of Procedure

Mr. Perry noted this would set the date for the Public Hearing for June 8th at 2:00 at the Plantation Oaks Amenity Center

On MOTION by Ms. Bock, seconded by Mr. Jinks, with all in favor, Resolution 2021-09 Setting a Public Hearing to Consider the Proposed Rules of the District for June 8, 2021 at 2:00 p.m., location at Plantation Oaks Amenity Center, was approved.

D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2021

1. Consideration of Resolution 2021-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2020/2021 Budget

Mr. Perry noted this is setting a budget for 6 months and is a budget based on typical operations of the District and funded by the Developer. These numbers are based on experience. He suggested a Public Hearing for adoption of the budget for June 8, 2021 and asked the Board to approve the budget today and set the Public Hearing.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-10 Setting the Public Hearing for June 8, 2021 at 2:00p.m. and Approving the Proposed Budgets for Fiscal Years 2020 & 2021, was approved.

2. Approval of the Fiscal Year 2020/2021 Budget Funding Agreement

Mr. Perry presented the Developer Funding Agreement with KB Home Jacksonville, LLC. The Board had no questions on the agreement.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, the Fiscal Year 2021/2021 Budget Funding Agreement with KB Home Jacksonville, LLC, was approved.

3. Consideration of Funding Request No. 1

Mr. Perry presented the Funding Request No. 1 for a total of \$20,000. This will be prorated. The Board had no questions on the agreement.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, the Fiscal Year 2021/2021 Budget Funding Agreement, Request No. 1 for \$20,000, was approved.

E. Resolution 2021-11 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

Mr. Perry stated that collection of assessments will be through the tax collector. He suggested that the meeting be held on June 8, 2021 at 2:00p.m.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, the Resolution 2021-11 Setting Date of Public Hearing for, June 8, 2021 at 2:00 p.m., 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, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Resolution 2021-12 Designating a Qualified Public Depository

Mr. Perry states that generally Wells Fargo is used at all the Districts. The Board had no objection to using Wells Fargo.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-12 Designating Wells Fargo as the District Depository, was approved.

B. Resolution 2021-13 Authorization of Bank Account Signatories

Mr. Perry asked that the signatories be himself, Mr. Torres, and Ms. Giles.

On MOTION by Mr. Jinks, seconded by Ms. Bock, with all in favor, Resolution 2021-13 Authorizing Jim Perry, Jim Oliver, Mr. Torres, and Ms. Giles as Bank Account Signatories, was approved.

C. Consideration of Resolution 2021-14 Relating to Defense of Board Members

Mr. Perry noted that this resolution will allow the District to provide legal support to board members and staff outlined in the resolution when acting in their capacity as board members. Ms. Kilinski added comments regarding the defense of Board members in their duties.

On MOTION by Mr. Osten, seconded by Mr. Jinks, with all in favor Resolution 2021-14 Relating to Defense of Board Members, was approved.

D. Consideration of Resolution 2021-15 Authorizing District Counsel to Record in the Property Records of Clay County the “Notice of Establishment” in accordance with Chapter 190.0485, Florida Statutes

1. Notice of Establishment

Mr. Perry reported that the Notice of Establishment has been filed and that it just needs to be ratified.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-15 Authorizing District Counsel to Record in the Property Records of Clay County the Notice of Establishment in Accordance with Chapter 190.0485, Florida Statutes, was approved.

E. Consideration of Resolution 2021-16 Adopting Investment Guidelines

Mr. Perry states this would be adopting investment guidelines. The District is required to adopt an investment policy and the four investment options are listed in the resolution.

On MOTION by Ms. Bock, seconded by Mr. Osten, with all in favor, Resolution 2021-16 Adopting Alternative Investment Guidelines was approved.

F. Consideration of Resolution 2021-17 Authorizing Execution of Public Depositor Report

Mr. Perry reports that this authorizes the District Manager or Treasurer to file the report with the Treasurer of the State of Florida.

On MOTION by Mr. Jinks, seconded by Mr. Osten, with all in favor, Resolution 2021-17 Authorizing Execution of Public Depositor Report, was approved.

G. Consideration of Resolution 2021-18 Designating a Policy for Public Comment

Mr. Perry stated this sets forth guidelines and rules that give the CDD ability to govern public comments at public meetings.

On MOTION by Mr. Osten, seconded by Ms. Bock, with all in favor, Resolution 2021-18 Designating a Policy for Public Comment, was approved.

H. Consideration of Resolution 2021-19 Adopting a Travel and Reimbursement Policy

Mr. Perry stated this policy is standard for travel reimbursement, rates, procedures, and limitations outlined in Florida law.

On MOTION by Ms. Bock, seconded by Mr. Russo, with all in favor, Resolution 2021-19 Adopting a Travel and Reimbursement Policy, was approved.

I. Consideration of Resolution 2021-20 Adopting Prompt Payment Policy

Mr. Perry presented Resolution 2021-20 and noted that the District is required to submit timely payment to vendors and contractors and this policy outlines the terms included in your package.

On MOTION by Mr. Jinks, seconded by Ms. Bock, with all in favor, Resolution 2021-20 Adopting Prompt Payment Policy, was approved.

J. Consideration of Resolution 2021-21 Adopting a Records Retention Policy

Mr. Perry stated that Resolution 2021-20 requires the adoption of a policy and that most Districts retain all the records. We do have a schedule that we can destroy over time.

On MOTION by Mr. Jinks, seconded by Ms. Bock, with all in favor Resolution 2021-21 Adopting Records Retention Policy, was approved.

K. Consideration of Compensation to Board Members

Mr. Perry brings the subject of Board compensation to matter and all Board members elect to be compensated. The statutes provide compensation for Board members for \$200 for each meeting, with a maximum of \$4,800 per year. This is optional. Mr. Osten asked if it was budgeted. Mr. Perry replied it was fully budgeted. All Board members accepted compensation.

L. Resolution 2021-22 Designating the Primary Administrative Office and Principal Headquarters of the District

Mr. Perry stated the primary Administrative Office would be his office at 475 West Town Place, Suite 114 St. Augustine, Florida. 32092. The principal headquarters is used to establish the vetting in Double Branch Amenity Center at 370 Oakleaf Village Parkway, Orange Park, Florida 32065.

On MOTION by Mr. Jinks, seconded by Ms. Bock, with all in favor, Resolution 2021-22 Designating the Primary Administrative Office as 475 West Town Place Suite 114, St. Augustine, FL 32092, and the Principal Headquarters of the District as 370 Oakleaf Village Parkway, Orange Park, FL 32065, was approved.

M. Consideration of Website Services Agreement

Mr. Perry reported this agreement was with R-ALIGN Web Design and there was a fee included to create a compliant website. He clarifies that this will do the one -time site creation and then staff will keep it compliant moving forward.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, the Website Service Agreement with R-ALIGN Web Design, was approved.

N. 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 Clay County

Mr. Perry stated this will authorize staff to prepare a report and file with Clay County.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, the Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date in Clay County, was approved.

O. Consideration of Resolution 2021-23 Authorizing Chairperson to Execute Plats, Permits, and Conveyances

Mr. Perry stated this will authorize staff to prepare a report and allow the Chair to execute plats, permits and conveyances.

On MOTION by Ms. Bock, seconded by Mr. Osten, with all in favor, Resolution 2021-23 Authorizing Chairperson to Execute Plats, Permits, and Conveyances, was approved.

P. Consideration of Resolution 2021-24, Authorizing the Disbursement of Funds

Mr. Perry stated this is standard form and gives the Chair and District Manager to pay if needed.

On MOTION by Mr. Jinks, seconded by Ms. Bock, with all in favor, Resolution 2021-24 Authorizing the Disbursement of Funds, was approved.

SIXTH ORDER OF BUSINESS

Capital Improvements

A. Appointment of the Financing Team

1. Bond Counsel

a. Consideration of Resolution 2021-25, Appointing Bond Counsel

Mr. Perry reported that the first agreement in the package is for bond counsel from Akerman, LLP as Bond Counsel and fees are included in this agreement.

On MOTION by Mr. Jinks, seconded by Mr. Osten, with all in favor, Resolution 2021-25 Appointing Akerman, LLP to Serve as Bond Counsel, was approved.

2. Investment Banker

a. Consideration of Resolution 2021-26, Appointing an Investment Banker

Mr. Perry this appoints MBS Capital Markets, LLC as the Investment Banker and is included in the agenda package for review.

On MOTION by Mr. Jinks, seconded by Mr. von der Osten, with all in favor, Resolution 2021-26 Appointing MBS Capital Markets, LLC as an Investment Banker, was approved.

3. Assessment Administrator

Mr. Perry stated the fees for this were outlined in the GMS contract that was approved so there is just a need to appoint GMS as the Assessment Administrator. The address needs to be corrected on all documents.

On MOTION by Ms. Bock, seconded by Mr. Osten, with all in favor, the Appointment of GMS as Assessment Administrator, was approved.

4. Trustee

This was deferred to next meeting.

B. Approval of Financing Team Funding Agreement

Mr. Perry stated this agreement is with KB Home Jacksonville, LLC and agreed to fund the expenses related to the bond issuance.

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

SEVENTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Master Engineer's Report

Mr. Perry stated this was dated March 31, 2021 by Dunn and Associates, Inc. This outlines the development costs, has a map of District boundaries, list of permits, estimated cost and shows responsibility of ownership. He asked for approval in substantial form.

On MOTION by Mr. Jinks, seconded by Mr. Osten, with all in favor, the Master Engineer's Report, was approved.

B. Consideration of Master Assessment Methodology Report

Mr. Perry stated this report is dated April 2, 2021. This is prepared by GMS. This report takes the Masters Engineering costs and assumes those costs will be fully financed with bond issuances. There are two types of lots included in the District which are a 40 foot and a 50 foot and the ERU factor for 40 foot is .8 and 50 foot is 1 ERU. This is the basis for bond issuance. The preliminary bond sizing will be used for future methodology reports. There was discussion about the allocation based on the size of lots, and it was noted it could be changed later if warranted.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, the Master Assessment Methodology, was approved.

C. Consideration of Resolution 2021-27, Declaring Special Assessments and Setting a Public Hearing

Ms. Perry stated this is standard form attached in your package. This would be at the June 8th meeting.

On MOTION by Mr. Russo, seconded by Mr. Osten, with all in favor, Resolution 2021-27, Declaring Special Assessments and Setting a Public Hearing for June 8, 2021 at 2:00 p.m., was approved.

D. Consideration of Resolution 2021-28, Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Mr. Perry stated this will reflect the numbers in the Methodology report in regard to the total amount of bonds which would be \$31,240,000. Board member asked if this was maximum. Mr. Perry responded yes and gives the District flexibility.

On MOTION by Mr. Jinks, seconded by Mr. Russo, with all in favor, Resolution 2021-28 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved.

E. Consideration of Acquisition Agreement

Mr. Perry stated this is a standard agreement and allows the District and the Developer to provide for acquisition.

On MOTION by Ms. Bock, seconded by Mr. Osten, with all in favor, the Acquisition Agreement, was approved.

EIGHTH ORDER OF BUSINESS

Other Business

A. Staff Reports

i. Attorney

1. Presentation of E-Verify Memorandum

Ms. Kilinski reports that this E-Verify Memorandum is required for all Districts to comply and authorize staff to proceed with this process.

On MOTION by Mr. Jinks, seconded by Mr. Osten, with all in favor, the E-Verify Memorandum, was approved.

ii. Manager

There being none, the next item following. There were documents for all Supervisors to sign at conclusion of meeting.

B. Supervisors Requests

There being none, the next item followed.

NINTH ORDER OF BUSINESS

Adjournment

Mr. Perry adjourned the meeting. He stated the next meeting was scheduled for May 11, 2021 at the same location.

On MOTION by Ms. Bock, seconded by Mr. Osten, with all in favor, the meeting was adjourned.



Secretary/Assistant Secretary



Chairman/Vice Chairman