

# MINUTES OF MEETING

## OSCEOLA CHAIN OF LAKES COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Osceola Chain of Lakes Community Development District was held Wednesday, November 7, 2018, at 1:30 p.m. at the District office, 313 Campus Street, Celebration, FL 34747.

Present and constituting a quorum were:

Anthony Iorio	Chairman
Ryan Kahn	Vice Chairman
Kimberly Locher	Assistant Secretary
Jason Lonas	Assistant Secretary

Also present were:

Gary Moyer	Manager: Moyer Management Group
Sarah Sandy	Attorney: Hopping Green & Sams
Nicole Stalder	Engineer: Dewberry

### FIRST ORDER OF BUSINESS

#### Call to Order

Mr. Iorio called the meeting to order at 1:40 p.m.

### SECOND ORDER OF BUSINESS

#### Roll Call

Mr. Iorio called the roll and stated a quorum was present for the meeting.

### THIRD ORDER OF BUSINESS

#### Public Comment Period

There being none, the next order of business followed.

### FOURTH ORDER OF BUSINESS

#### Administrative Matters

#### A. Acceptance of Resignation from Mr. Nihit Patel (*Seat 2*)

On MOTION by Mr. Kahn, seconded by Ms. Locher, with all in favor, unanimous approval was given to accept Mr. Nihit Patel's resignation.

#### B. Appointment to Fill Unexpired Term of Office for Seats 2 and 5 (*November 2019*)

Mr. Iorio stated I would like to nominate Mr. Jason Lonas for Seat 2. He is a member of our company and in our accounting department.

On MOTION by Mr. Iorio, seconded by Mr. Kahn, with all in favor, unanimous approval was given to appoint Mr. Jason Lonas to fill the unexpired term of office for Seat 2.

**C. Oath of Office for Newly Appointed Supervisors**

Mr. Moyer stated for the record, I am a Notary of the State of Florida, and as such, can administer oaths of office.

Mr. Moyer administered the oath of office to Mr. Lonas.

Mr. Moyer stated I will ask Mr. Lonas to sign the written oath, which I will notarize and make part of the record of today's meeting. You will need to provide the Form 1 disclosure within 30 days of today's meeting to the supervisor of elections in the county where you reside. Even though the District is in Osceola County, if you live in Orange County, you will send it to Orange County. I also have a couple reminders for the record. All of you are considered to be public officials. As such, there are several rules you need to abide by, notably, the Sunshine Amendment which basically says no two elected officials serving on the same Board can meet outside of a meeting like we are having today that has been advertised for the public to attend to discuss what we, as a District, will be doing. It does not mean you cannot play golf or go to dinner together, but you cannot make decisions about what this District will do unless we do it in a public forum. Second is the Public Records Law. Things that you keep in your possession, such as your agenda packages and materials like these RFPs, to the degree you keep those, they are public records. Anyone who wants to see those has the right to see them. I recommend you segregate them so you do not commingle them with your personal or business files. There is no obligation to keep this material. At the end of this meeting, you can throw it away or give it back to me, which is fine. My role as the manager is to be responsible for the public records. Everything you have, I already have, and I am responsible for having it, to provide to anyone who wants to see it. One noteworthy warning would be about emails, which are public records. My secretary will provide you with a separate email address through the District so you do not commingle this information with your personal files. We will get everyone set up with CDD email addresses. I also provided the Code of Ethics for Public Officials to Mr. Lonas. That document does a much better job of explaining all this, so you can review that at your leisure. It is basically the document that controls how we do business. Welcome to the Board.

**D. Consideration of Resolution 2019-01, Amending Designation of Officers**

Mr. Iorio read Resolution 2019-01 into the record by title.

Mr. Moyer stated Mr. Iorio currently serves as Chairman, Mr. Kahn serves as Vice Chairman. I have filled in the Resolution for me to serve as Secretary and Treasurer.

Anyone else not serving as an officer, I recommend be an Assistant Secretary, which would be Ms. Locher and Mr. Lonas.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, unanimous approval was given to Resolution 2019-01, amending the designation of officers as discussed above.

**E. Consideration of Resolution 2019-02, Extending Terms of Office**

Mr. Iorio read Resolution 2019-02 into the record by title.

Mr. Moyer stated this District was created in 2017, and having elections every two years means they are held in odd-numbered years. Our general elections will then come up in years that are not consistent with the general election format, which are held in even years. We have an opportunity to put us on the same schedule as any other general election. This Resolution simply extends your terms of office an additional year to get you to an even-numbered year pattern.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, unanimous approval was given to Resolution 2019-02, extending terms of office.

**F. Consideration of Resolution 2019-03, Setting the Fiscal Year 2019 Meeting Schedule**

Mr. Iorio read Resolution 2019-03 into the record by title.

Mr. Moyer stated we proposed a meeting schedule with the Resolution. We are required to publish this schedule annually. To the degree we need meetings, we will try to follow this schedule. If we do not have business for the Board to consider, we will cancel some of those meetings.

Ms. Sandy stated they are generally the first Wednesday of every other month.

Mr. Iorio stated I have no conflicts with those dates.

Ms. Locher stated they work well for me, too.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, unanimous approval was given to Resolution 2019-03, setting the fiscal year 2019 meeting schedule.

**FIFTH ORDER OF BUSINESS**

**Approval of the Minutes of the June 25, 2018, Special Meeting; the July 11, 2018, Audit Committee Meeting; and the July 11, 2018, Regular Meeting**

Mr. Iorio reviewed the minutes, which are included in the agenda package and are available for public review in the District Office during normal business hours or on the website, and requested additions, corrections, or deletions.

Ms. Sandy stated I reviewed the minutes, and my comments were incorporated into the version in your agenda package.

On MOTION by Mr. Kahn, seconded by Ms. Locher, with all in favor, unanimous approval was given to accept minutes of the June 25, 2018, special meeting; the July 11, 2018, audit committee meeting; and the July 11, 2018, regular meeting, as presented.

**SIXTH ORDER OF BUSINESS**

**Audit Committee Matters**

**A. Acceptance of Audit Committee Ranking Recommendation**

Ms. Sandy stated the audit committee just ranked the auditing proposals as Carr Riggs & Ingram #1 with 100 points; Berger, Toombs, Elam, Gaines & Frank at #2 with 95 points; and Grau & Associates #3 with 90 points.

**B. Authorization to Enter into Negotiations with the #1-Ranked Firm**

On MOTION by Mr. Kahn, seconded by Ms. Locher, with all in favor, unanimous approval was given to (1) rank the auditing firms as Carr Riggs & Ingram #1 with 100 points; Berger, Toombs, Elam, Gaines & Frank at #2 with 95 points; and Grau & Associates #3 with 90 points; and (2) authorize staff to negotiate with the #1-ranked firm. If unsuccessful, negotiations with the #1-ranked firm will cease, and will begin with the #2-ranked firm, and so on.

**SEVENTH ORDER OF BUSINESS**

**Matters Related to Series 2018 Project Acquisition**

**A. Ratification of Requisitions #4 and #5 for Phases 1 and 2 Stormwater Improvements**

Ms. Sandy stated these requisitions have already been paid out for stormwater improvements. The total cost of the improvements was about \$2.3 million, and the total amount paid out was \$1,427,416, which included about \$1,600 in additional funds that came to the construction account in the last month. These should have been emailed.

Ms. Locher stated I received requisition #5 in the email.

Ms. Sandy stated that was prepared for the extra \$1,600 in interest that was paid out. Requisition #4 was for \$1,423,849.97 plus all residual interest. We will provide a copy of that to you so you have it for your records and can present it at the next meeting for ratification.

**B. Consideration of Resolution 2019-04, Recognizing Infrastructure Contribution**

Mr. Iorio read Resolution 2019-04 into the record by title.

Ms. Sandy stated this Resolution recognizes an unpaid portion of the stormwater acquisition contribution of \$910,850.82, pursuant to a contribution agreement entered into with the District at the time of the bond issuance. The developer has a contribution requirement of about \$3 million. This would count the portion that was unpaid on the stormwater acquisition toward that contribution requirement. That is what the Board discussed previously because the District did not intend to issue any additional bonds.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, unanimous approval was given to Resolution 2019-04, recognizing the developer's infrastructure contribution.

**EIGHTH ORDER OF BUSINESS**

**Approval of Dock Easement Documents**

**A. Master Dock Easement Agreement**

**B. Form of Assignment of Dock Rights**

**C. Form of Special Warranty Deed**

Ms. Sandy stated part of the developer's plan is to build docks on the pond. As the District will be owning and maintaining the pond, we need to work out a system that will allow the developer to retain rights in order to build the docks and pass those rates onto the residents who purchase the lots and the associated docks. This series of documents does that through essentially a special warranty deed that would convey the land. At the same time, we will have recorded a master dock easement agreement, which is the main document that will be recorded at the same time as the deed. It lays out all the rights that the developer will retain to build the docks and convey rights to the lot owners; it sets up certain parameters for those rights; and it dictates the parameters of how the docks can be built, regulations they are subject to, the permits the pond is subject to, as well as the HOA declaration of covenants, which provides additional information on how the docks are to be built and maintained. It also provides for indemnification and insurance. The assignment of dock rights is the document that will convey the rights from the developer

to the property owner usually at the time they purchase the lot. If they are going back after purchasing their lot and want to build a dock, they have to notify the HOA in order to do that, which at that time, they will receive this document giving them the rights to do that.

Mr. Iorio stated this will provide flexibility for if it is built with the house initially or is done later on. I appreciate Ms. Sandy's help with these documents.

Ms. Sandy stated I will ask the Board to consider these documents and adopt them in substantial form. These are close to final form, but there may be some adjustments that need to be made prior to recording the deed and the easement.

On MOTION by Mr. Kahn, seconded by Ms. Locher, with all in favor, unanimous approval was given to the master dock easement agreement, the form of assignment of dock rights, and the form of special warranty deed, in substantial form, subject to final review by legal counsel and execution by the Chairman.

## **NINTH ORDER OF BUSINESS**

### **Staff Reports**

#### **A. Attorney**

There being nothing to report, the next item followed.

#### **B. Engineer**

Mr. Iorio stated we are starting to move into the next section. We anticipate beginning excavation of the pond in the next few weeks. There is quite a bit of dirt we need to remove to make that happen: 375,000 yards. It will be a long process, but one we believe will be successful.

#### **C. Manager**

##### **i. Financial Statements and Check Register** *(September 30, 2018)*

Mr. Moyer reviewed the financial statements, which are contained in the agenda package and available for public review on the website or at the District office during normal business hours.

##### **ii. Check Register**

Mr. Moyer reviewed the check register, which is contained in the agenda package and available for public review on the website or at the District office during normal business hours.

On MOTION by Mr. Kahn, seconded by Ms. Locher, with all in favor, unanimous approval was given to the check register, as presented.

**iii. Ratification of Funding Request #7**

Mr. Moyer reviewed funding request #7, which is contained in the agenda package and available for public review on the website or at the District office during normal business hours.

**iv. Approval of Funding Request #8 (Fiscal Year 2018)**

Mr. Moyer reviewed funding request #8, which is contained in the agenda package and available for public review on the website or at the District office during normal business hours.

**v. Approval of Funding Request #9 (Fiscal Year 2019)**

Mr. Moyer reviewed funding request #9, which is contained in the agenda package and available for public review on the website or at the District office during normal business hours.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, unanimous approval was given to ratify funding request #7 in the amount of \$10,563.30; to approve funding request #8 in the amount of \$12,035.81; and to approve funding request #9 in the amount of \$4,174.51, as presented.

**vi. Consideration of Resolution 2019-05, Amending the Budget for Fiscal Year 2018**

Mr. Iorio read Resolution 2019-05 into the record by title.

Mr. Moyer stated this Resolution brings into line what our expenditures actually were for the fiscal year against the budget items. We are still under budget in total, but it reallocates where some of those expenditures were made.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, unanimous approval was given to Resolution 2019-05, amending the budget for fiscal year 2018, as presented.

**vii. ADA Website Compliance Update**

Mr. Moyer reviewed the ADA website compliance update, which is contained in the agenda package and available for public review on the website or at the District office during normal business hours.

Mr. Moyer stated at our July meeting, we discussed some law firms that were following closely whether or not we are in compliance with the ADA requirements for websites for sight- or hearing-impaired persons. We indicated we were working with a

firm to make sure we stay out of the way of those lawsuits. We hired a company. For \$199 per District, they provided a notice for our website that sight- or hearing-impaired persons will see that directs them to contact Ms. Brenda Burgess during this interim period before they can do an audit of our website to tell us what further things we need to do. We have negotiated a fee with them. Their fees are usually \$20,000. We explained to them that we have a variety of districts that we represent, and they agreed to prorate that total among all my districts. The dollar amount for the audit is not significant, and it should keep us out of any lawsuits.

Mr. Iorio stated the proposed cost to us is \$1,450 as a one-time expense, as opposed to \$20,000. Is Ms. Sandy running into this with other CDDs you counsel?

Ms. Sandy stated yes. We advise all our districts to proceed with this. It is certainly cost effective for the manager to do it among all his districts, especially because for a District like ours, there should not be much on the website that needs to be brought into compliance.

Mr. Iorio asked are other municipalities having to do this, also?

Ms. Sandy stated yes, it affects all forms of government.

Mr. Iorio stated depending on the type of gear someone has, most of the sites can be read back to people. Is that enough for compliance?

Ms. Sandy stated we have to bring the website to a level that can interact with software for visually impaired or hearing-impaired people. Their software needs to be able to work with our website to have documents or the site read to them. A lot of the issue is usually the pdfs since those have to be accessible. There is a certain standard – WCAG 2.0 (web content accessibility guidelines) – that is a code standard outlining what the ADA consultant is looking at and seeing what we have to do to make sure our website is up to that standard.

<p>On MOTION by Mr. Kahn, seconded by Ms. Locher, with all in favor, unanimous approval was given to proceed with website ADA compliance auditing in the amount of \$1,450, as presented.</p>
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**TENTH ORDER OF BUSINESS**

**Other Business**

There being none, the next order of business followed.



**ELEVENTH ORDER OF BUSINESS**                      **Supervisor Requests**

There being none, the next order of business followed.

**TWELFTH ORDER OF BUSINESS**                      **Adjournment**

- The next meeting is scheduled for January 9, 2019, at 1:30 p.m.

On MOTION by Ms. Locher, seconded by Mr. Kahn, with all in favor, the meeting adjourned at 2:35 p.m.
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Gary L. Moyer, Secretary

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Anthony Iorio, Chairman