

**MINUTES OF MEETING
SUGARLOAF COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Sugarloaf Community Development District held a Public Hearing and Regular Meeting on July 22, 2024 at 11:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715.

Present were:

Matthew Young
Matt Cuarta
Suzanne Lupia
Curt Wilkinson

Chair
Vice Chair
Assistant Secretary
Assistant Secretary

Also present:

Daniel Rom
Kristen Thomas
Kyle Magee
Patrick (Rob) Bonin
Cynthia Wilhelm (via telephone)

District Manager
Wrathell, Hunt and Associates, LLC (WHA)
District Counsel
Lennar Homes
Bond Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Rom called the meeting to order at 11:02 a.m. Supervisors Young, Cuarta, Wilkinson and Lupia were present. One seat was vacant.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

**Consider Appointment of Patrick Bonin to
Fill Unexpired Term of Seat 5; Term Expires
November 2024**

Mr. Young nominated Mr. Patrick (Rob) Bonin to fill Seat 5.

No other nominations were made.

On MOTION by Mr. Young and seconded by Mr. Cuarta, with all in favor, the appointment of Mr. Patrick (Rob) Bonin to fill Seat 5, was approved.

- **Administration of Oath of Office (the following will also be provided in a separate package)**

Mr. Rom, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Rob Bonin. As an experienced CDD Board Member, Mr. Bonin is familiar with the following:

A. Required Ethics Training and Disclosure Filing

- **Sample Form 1 2023/Instructions**

Mr. Magee presented the Memorandum regarding the requirement to complete four hours of ethics training and filing Form 1.

B. Membership, Obligations and Responsibilities

C. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees

D. Form 8B: Memorandum of Voting Conflict for County, Municipal and other Local Public Officers

FOURTH ORDER OF BUSINESS

**Consideration of Resolution 2024-01,
Electing and Removing Officers of the
District and Providing for an Effective Date**

Mr. Rom presented Resolution 2024-01. Mr. Young nominated the following slate:

Chair	Matthew Young
Vice Chair	Matt Cuarta
Assistant Secretary	Suzanne Lupia
Assistant Secretary	Curt Wilkinson
Assistant Secretary	Patrick (Rob) Bonin
Assistant Secretary	Kristen Thomas

No other nominations were made. Prior appointments by the Board for Secretary, Treasurer, Assistant Treasurer and Assistant Secretary Daniel Rom, remain unaffected by this Resolution.

On MOTION by Mr. Young and seconded by Mr. Wilkinson, with all in favor, Resolution 2024-01, Electing, as nominated, and Removing Officers of the District, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS**Public Hearing on Adoption of Fiscal Year 2024/2025 Budget**

- A. Affidavit of Publication**
- B. Consideration of Resolution 2024-07, Relating to the Annual Appropriations and Adopting the Budget(s) for the Fiscal Year Beginning October 1, 2024, and Ending September 30, 2025; Authorizing Budget Amendments; and Providing an Effective Date**

Mr. Rom presented Resolution 2024-07. He reviewed the proposed Fiscal Year 2025 budget, highlighting any increases, decreases and adjustments, compared to the Fiscal Year 2024 budget, and explained the reasons for any changes. This is a Landowner-funded budget with expenses funded as they are incurred. The budget approved at the initial meeting did not include costs related to bond issuance; those expenses are now budgeted in the event that bonds are issued in Fiscal Year 2025.

Discussion ensued regarding Operation and Maintenance (O&M) of Ponds One through Seven.

A Board Member stated that Pond Seven is being constructed; he estimated that O&M expenditures for the ponds will occur in Fiscal Year 2026.

The consensus was to budget \$1,500 per month for mowing of pond banks and maintenance of water quality for Pond Seven, beginning in April 2025.

On MOTION by Ms. Lupia and seconded by Mr. Cuarta, with all in favor, the Public Hearing was opened.

No affected property owners or members of the public spoke.

On MOTION by Mr. Wilkinson and seconded by Ms. Lupia, with all in favor, the Public Hearing was closed.

On MOTION by Mr. Wilkinson and seconded by Mr. Young, with all in favor, Resolution 2024-07, Relating to the Annual Appropriations and Adopting the Budget(s) for the Fiscal Year Beginning October 1, 2024, and Ending September 30, 2025, as amended; Authorizing Budget Amendments; and Providing an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS

Consideration of Budget Funding Agreement Fiscal Year 2025

Mr. Rom presented the Fiscal Year 2025 Budget Funding Agreement.

Discussion ensued regarding the Agreement, funding processes and division of expenses between Richland Developers and Lennar. It was noted that, as additional Developers come online, each will be responsible for their portion of expenditures.

This item was deferred.

SEVENTH ORDER OF BUSINESS

Consideration of Response(s) to Request for Qualifications (RFQ) for Engineering Services

- A. Affidavit of Publication**
- B. RFQ Package**
- C. Respondents**
 - I. North Florida Professional Services, Inc.**
 - II. Poulos & Bennett**
- D. Competitive Selection Criteria/Ranking**
- E. Award of Contract**

This item was presented following the Eighth Order of Business.

EIGHTH ORDER OF BUSINESS**Consideration of the Following Bond Financing Related Items:****A. Engagement of Bond Financing Professionals****I. Underwriter/Investment Banker: FMSbonds, Inc.**

Mr. Rom presented the FMSbonds, Inc. (FMS) Agreement for Underwriter Services & Rule G-17 Disclosure. The Underwriter's fee would be 2% of the par amount of bonds issued.

II. Bond Counsel: Nabors, Giblin & Nickerson, P.A.

Ms. Wilhelm presented the Nabors, Giblin & Nickerson, P.A. Bond Counsel Agreement and Fee Schedule.

III. Trustee, Paying Agent and Registrar: US Bank, NA

Mr. Rom presented the U.S. Bank, N.A. Engagement Letter to serve as Trustee, Paying Agent and Registrar for the District.

On MOTION by Mr. Young and seconded by Ms. Lupia, with all in favor, the FMSbonds, Inc. Agreement for Underwriting Services and G-17 Disclosure, Nabors Giblin & Nickerson, P.A. Bond Counsel Agreement and Fee Schedule, and US Bank Trust Company, N.A. Engagement Letter to serve as Trustee, Paying Agent and Registrar, were approved.

B. Presentation of Master Engineer's Report

Mr. Rom presented the Master Engineer's Report dated July 2024 and noted the following:

- The proposed Capital Improvement Plan (CIP) anticipates 2,555 total residential units including 45', 55' and 65' single-family units.
- The CDD consists of the existing boundary of 369.49 acres, an expansion area of 254.466 acres and a future parcel of approximately 776.044 acres.
- The CIP infrastructure for the project includes a stormwater management system; environmental conservation/mitigation; onsite and offsite public roadways; water, wastewater and reclaim utilities; hardscape, landscape and irrigation. The CDD intends to lease street lights

through an agreement with SECO. The CDD intends to construct active and passive recreational amenities; the Developer may permanently fund such facilities and, upon completion, transfer them to a homeowners' association for ownership, operation and maintenance.

➤ The subtotals for the Opinion of Probable Cost for the "Existing District" is approximately \$28 million, the "Expansion Area" is approximately \$27.3 million and the "Future Parcel" is approximately \$35.3 million. The Opinion of Probable Cost for the CDD totals approximately \$90.7 million.

Mr. Magee stated that approval will be in substantial form, as his comments that were previously circulated are not included in the current version. A footnote will be added denoting that there was an error calculating the acreage for the CDD in the original Establishment Petition. The Legal Descriptions were correct but the acreage was listed as 300 instead of approximately 269 acres. This will be corrected at the Expansion Hearing. The Legal Description for the current CDD boundaries will also be included.

On MOTION by Mr. Young and seconded by Mr. Cuarta, with all in favor, the Master Engineer's Report dated July 2024, in substantial form, was approved.

C. Presentation of Master Special Assessment Methodology Report

Mr. Rom presented the Master Special Assessment Methodology Report dated July 22, 2024. He reviewed the pertinent information and discussed the Development Program, CIP, Financing Program, Assessment Methodology, lienability tests, special and peculiar benefits to the units, True-up Mechanism and the Appendix Tables. He noted the following:

- The CDD will serve the Sugarloaf development, located entirely within the City of Minneola, in Lake County, Florida.
- The land within the CDD currently consists of approximately 369.49 acres, while an Expansion Area and a Future Parcel would account for an additional increase of approximately 254.466 and 776.044 acres, respectively, for a total of approximately 1,400 acres.
- The development is anticipated to be conducted by Richland Developers – Florida, Inc., or an affiliated entity.

- The current Development Plan envisions 812 residential units within the existing boundary of the CDD, 805 residential units within the anticipated Expansion Area, and 938 residential units within the Future Parcel for a total of 2,555 residential units to be developed over a multi-year period in one or more development phases.
- The CDD reserves the right to create distinct Assessment Areas to coincide with the phases of development.
- The anticipated total CIP costs, estimated at \$90,698,866.81, include the costs of public infrastructure improvements necessary for the development of both the Expansion Area and the Future Parcel.
- The total par amount of bonds, including the cost of financing, capitalized interest and debt service reserve, would be \$126,465,000 to finance approximately \$90,698,866.81 in CIP costs.

The following change was made:

Page 13, Table 1, Product Type headings: Change “Disctrict” to “District”

Discussion ensued regarding the tables, unit counts and maps.

On MOTION by Mr. Young and seconded by Mr. Wilkinson, with all in favor, the Master Special Assessment Methodology Report dated July 22, 2024, in substantial form, was approved.

- D. Resolution 2024-08, Declaring Special Assessments; Indicating the Location, Nature and Estimated Cost of Those Infrastructure Improvements Whose Cost is to be Defrayed by the Special Assessments; Providing the Portion of the Estimated Cost of the Improvements to be Defrayed by the Special Assessments; Providing the Manner in Which Such Special Assessments Shall Be Made; Providing When Such Special Assessments Shall be Paid; Designating Lands Upon Which the Special Assessments Shall be Levied; Providing for an Assessment Plat; Adopting a Preliminary Assessment Roll; Providing for Publication of this Resolution**

Mr. Magee presented Resolution 2024-08.

On MOTION by Mr. Young and seconded by Mr. Cuarta, with all in favor, Resolution 2024-08, Declaring Special Assessments; Indicating the Location, Nature and Estimated Cost of Those Infrastructure Improvements Whose Cost is to be Defrayed by the Special Assessments; Providing the Portion of the Estimated Cost of the Improvements to be Defrayed by the Special Assessments; Providing the Manner in Which Such Special Assessments Shall Be Made; Providing When Such Special Assessments Shall be Paid; Designating Lands Upon Which the Special Assessments Shall be Levied; Providing for an Assessment Plat; Adopting a Preliminary Assessment Roll; Providing for Publication of this Resolution, was adopted.

- E. Resolution 2024-09, Setting a Public Hearing for the Purpose of Hearing Public Comment on Imposing Special Assessments on Certain Property Within the District Generally Described as the Sugarloaf Community Development District in Accordance with Chapters 170, 190, and 197, Florida Statutes**

On MOTION by Mr. Young and seconded by Ms. Lupia, with all in favor, Resolution 2024-09, Setting a Public Hearing on September 23, 2024 at 11:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715, for the Purpose of Hearing Public Comment on Imposing Special Assessments on Certain Property Within the District Generally Described as the Sugarloaf Community Development District in Accordance with Chapters 170, 190, and 197, Florida Statutes, was adopted.

- F. Resolution 2024-10, Authorizing the Issuance of Not to Exceed \$126,465,000 Sugarloaf Community Development District Capital Improvement Revenue Bonds, in One or More Series; Approving the Form of a Master Trust Indenture; Appointing a Trustee, Registrar and Paying Agent; Approving a Capital Improvement Program; Authorizing the Commencement of Validation Proceedings Relating to the Bonds; and Providing an Effective Date**

Ms. Wilhelm presented Resolution 2024-10, which accomplishes the following:

- Authorizes issuance of a not-to-exceed \$126,465,000 aggregate principal amount of bonds.
- Approves the form of the Master Indenture.

- Appoints U.S. Bank Trust Company, National Association, as Trustee, Registrar and Paying Agent.
- Approves the CIP as set forth in the Master Engineer's Report.
- Allows District Counsel to initiate bond validation proceedings in Lake County.

On MOTION by Mr. Young and seconded by Mr. Wilkinson, with all in favor, Resolution 2024-10, Authorizing the Issuance of Not to Exceed \$126,465,000 Sugarloaf Community Development District Capital Improvement Revenue Bonds, in One or More Series; Approving the Form of a Master Trust Indenture; Appointing a Trustee, Registrar and Paying Agent; Approving a Capital Improvement Program; Authorizing the Commencement of Validation Proceedings Relating to the Bonds; and Providing an Effective Date, was adopted.

- **Consideration of Response(s) to Request for Qualifications (RFQ) for Engineering Services**

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

- A. **Affidavit of Publication**
- B. **RFQ Package**
- C. **Respondents**

- I. **North Florida Professional Services, Inc.**

- II. **Poulos & Bennett**

These items were included for informational purposes.

- D. **Competitive Selection Criteria/Ranking**

Mr. Rom discussed the respondents and provided his scoring and rankings utilizing the Competitive Selection Criteria. He stated that each Board Member can complete their own individual scoring and ranking, collectively score and rank the respondents or accept his scores and ranking as the Board's own.

The Board Members agreed with Mr. Rom's scorings and ranking, as follows:

#1	Poulos & Bennett	95 points
#2	North Florida Professional Services, Inc.	75 points

E. Award of Contract

On MOTION by Mr. Wilkinson and seconded by Ms. Lupia, with all in favor, accepting Mr. Rom's scores, ranking and recommendation ranking Poulos and Bennett as the #1 ranked respondent to the RFQ for Engineering Services as the Board's own scores and ranking and awarding the Engineering Services contract to Poulos & Bennett, the #1 ranked respondent, was approved.

NINTH ORDER OF BUSINESS

**Consideration of Resolution 2024-05,
Designating the Location of the Local
District Records Office and Providing an
Effective Date**

This item was deferred.

TENTH ORDER OF BUSINESS

**Ratification of Maintenance of Stormwater
Management Facilities - [Parcel C/ Pod 8] -
St. Johns River Water Management District
Application - North Hancock Road
Extension 199282-2**

Mr. Rom presented the letter to St. Johns River Water Management District related to the CDD's acceptance of responsibility for the O&M of Ponds One through Seven, previously executed by Mr. Wrathell.

On MOTION by Mr. Young and seconded by Ms. Lupia, with all in favor, the letter to St. Johns River Water Management District, regarding Maintenance of Stormwater Management Facilities - [Parcel C/ Pod 8] - St. Johns River Water Management District Application - North Hancock Road Extension 199282-2, was ratified.

ELEVENTH ORDER OF BUSINESS

**Acceptance of Unaudited Financial
Statements as of June 30, 2024**

On MOTION by Mr. Young and seconded by Mr. Cuarta, with all in favor, the Unaudited Financial Statements as of June 30, 2024, were accepted.

TWELFTH ORDER OF BUSINESS**Approval of April 22, 2024 Regular Meeting
and Audit Committee Meeting Minutes**

On MOTION by Mr. Young and seconded by Ms. Lupia, with all in favor, the April 22, 2024 Regular Meeting and Audit Committee Meeting Minutes, as presented, were approved.

THIRTEENTH ORDER OF BUSINESS**Staff Reports****A. District Counsel: Kutak Rock LLP**

Mr. Magee stated the Petition to bring in the Expansion Parcels was finalized and sent to the Landowners last week, in accordance with Statute. The Petition should be filed with the City Council today. The expedited process for City review is expected to take two months or less.

B. District Engineer:

Mr. Rom stated that Poulos & Bennett will be notified of the award of contract.

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

- **NEXT MEETING DATE: October 28, 2024 at 11:00 AM**
 - **QUORUM CHECK**

The next meeting will be on September 23, 2024, at 11:00 a.m., rather than on October 28, 2024.

FOURTEENTH ORDER OF BUSINESS**Board Members' Comments/Requests**

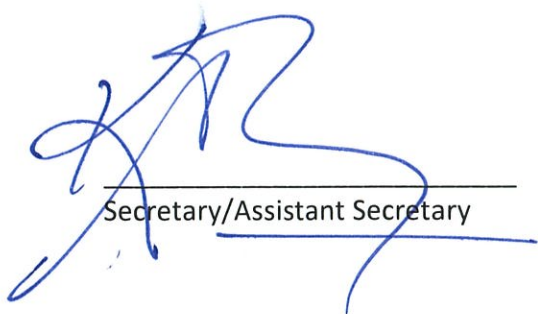
There were no Board Members' comments or requests.

FIFTEENTH ORDER OF BUSINESS**Public Comments**

No members of the public spoke.

SIXTEENTH ORDER OF BUSINESS**Adjournment**

On MOTION by Mr. Young and seconded by Ms. Lupia, with all in favor, the meeting adjourned at 11:52 a.m.



Secretary/Assistant Secretary



Chair/Vice Chair