

**CYPRESS MILL
COMMUNITY DEVELOPMENT DISTRICT**

June 20, 2018 Minutes of Special Organizational Meeting

Minutes of the Special Organizational Meeting

The Special Organizational Meeting of the Board of Supervisors for the Cypress Mill Community Development District was held on **Wednesday, June 20, 2018 at 2:00 p.m.** at The Offices of Meritus, located at 2005 Pan Am Circle, Suite 120, Tampa, FL 33607.

1. CALL TO ORDER

Brian Lamb called the Special Organizational Meeting of the Board of Supervisors of the Cypress Mill Community Development District to order on **Wednesday, June 20, 2018 at 2:00 p.m.**

Board Members Present and Constituting a Quorum:

Laura Coffey	Supervisor	
Ben Gainer	Supervisor	
Becky Wilson	Supervisor	
Craig Wiggins	Supervisor	
Kelly Evans	Supervisor	<i>appointed during the meeting</i>

Staff Members Present:

Brian Lamb	Meritus	
Brian Howell	Meritus	
Shannon Kenneston	Meritus	
Chris O’Kelley	District Engineer	<i>via conference call</i>
Vivek Babbar	District Counsel	<i>via conference call</i>
John Kessler	FMS Bonds	<i>via conference call</i>
Steve Sanford	Greenberg Traurig	<i>via conference call</i>

There were no members of the general public in attendance.

2. PUBLIC COMMENT PERIOD

There were no public comments.

3. ADMINISTER OATHS OF OFFICE TO BOARD ASSIGNED IN PETITION

Mr. Lamb noted that Brady Lefere had turned down the appointment to the Board and tendered his resignation. He stated that he had the signed and endorsed Oaths of Office for the other four Board members.

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4. SEAT NEW BOARD MEMBERS

A. Overview of Forms, Sunshine Amendment, Code of Ethics, Supervisor Responsibilities

Mr. Lamb stated that the Supervisors can ask questions and further review the Sunshine Laws and Code of Ethics after the meeting.

5. APPOINTMENT OF OFFICERS – Resolution 2018-01

- A. Chairman**
- B. Vice Chairman**
- C. Secretary**
- D. Treasurer**
- E. Assistant Secretaries**

The Board wanted to appoint Kelly Evans to fill the Board vacancy.

MOTION TO:	Appoint Kelly Evans to the Board.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 4/0 - Motion Passed Unanimously

The Board went over the officer positions.

MOTION TO:	Appoint Kelly Evans as Chair.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Gainer
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

The Board continued to go over the officer positions.

MOTION TO:	Appoint Laura Coffey as Vice Chair.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Gainer
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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90 The Board reviewed the resolution. Supervisor Evans will serve as Chair, Supervisor Coffey will
91 serve as Vice Chair, Mr. Lamb will serve as Secretary, Mr. Davidson at Meritus will serve as
92 Treasurer, and Mr. Howell and the balance of the Board will serve as Assistant Secretaries.
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MOTION TO:	Approve Resolution 2018-01 as stated.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Gainer
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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102 **6. APPOINTMENT OF CONSULTANTS**

- 103 **A. Consider Appointment of District Manager/Assessment Consultant– Resolution**
104 **2018-02**
- 105 **B. Designation of Registered Agent/Office – Resolution 2018-03**
- 106 **C. Consider Appointment of District General Counsel – Resolution 2018-04**
- 107 **D. Consider Appointment of Interim District Engineer – By Motion**
108 **i. Authorize RFQ for District Engineer**
- 109 **E. Consider Appointment of Bond Counsel – Greenberg Traurig PA**
- 110 **F. Consider Appointment of Investment Banker – FMS Bonds**
- 111 **G. Consider Appointment of Trustee – US Bank**
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113 Mr. Lamb went over the Appointment of Consultants items with the Board.

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115 *The entire discussion is available on audio recording.*
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MOTION TO:	Approve Appointment of Consultants Items 6A-G, subject to review of the Chair.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Gainer
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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126 **7. BUSINESS MATTERS**

- 127 **A. Approve Notice of Establishment – Resolution 2018-05**
- 128 **B. Consider Policy of Compensation for Board Members – Resolution 2018-06**
- 129 **C. Consider Policy of Reimbursement of District Travel Expenses – Resolution**
130 **2018-07**
- 131 **D. Consider Designation of Local Records Officer – Resolution 2018-08**

- 132 E. Consider District Records Retention Schedule – Resolution 2018-09
133 F. Consider Fiscal Year 2018 Regular Meeting Schedule and Location – Resolution
134 2018-10
135 G. Consider Fiscal Year 2019 Regular Meeting Schedule and Location – Resolution
136 2018-11
137 H. Consider Landowners’ Meeting Date, Time, and Location – Resolution 2018-12
138 I. Consider Proposed FY 2017/2018 & FY 2018/2019 Annual Budget & Set Public
139 Hearing – Resolution 2018-13
140 J. Consider 2017-2018 Developer Funding Agreement
141 K. Consider 2018-2019 Developer Funding Agreement
142 L. Set Public Hearing for Uniform Method of Collections – Resolution 2018-14
143 M. Consider Rules of Procedure & Setting Public Hearing – Resolution 2018-15
144 N. Consider Policy Re: Support & Legal Defense for Board & Staff – Resolution
145 2018-16
146 O. Authorization to Obtain General Liability and Public Officers Insurance – By
147 Motion
148 P. Consider Designation of a Qualified Public Depository – Resolution 2018-17
149 Q. Authorization of Signatories – Resolution 2018-18
150 R. Authorization to Disburse Funds for Expenses – Resolution 2018-19
151 S. Consideration Adoption of Investment Policy – Resolution 2018-20
152 T. Consider Approval of Florida Statewide Mutual Aid Agreement – Resolution
153 2018-21
154 U. Consider Provisions for Public Comments – Resolution 2018-22
155 V. Consideration of Development Acquisition Agreement
156 W. Consideration of Promissory Note
157 X. Consideration of Bill of Sale – Lennar
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159 Mr. Lamb went over the Business Matters items with the Board. All of the Board members stated
160 that they will waive compensation for Board members. Mr. Lamb continued to go over the
161 Business Matters items.

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163 *The entire discussion is available on audio recording.*

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165 Mr. Lamb recommended setting the Landowners Meeting and Public Hearing for Special
166 Assessments on July 23, 2018, and then holding the next meeting on September 13, 2018.
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MOTION TO:	Hold the Landowners Election on July 23, 2018.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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175 Mr. Lamb and the Board discussed meeting times and locations. The meetings will be held at the
176 Lennar office.

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MOTION TO:	Hold the meeting on July 23, 2018 at 2:00 p.m. and the meeting on September 13, 2018 at 9:30 p.m.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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186 The public hearing on the budget, uniform methods of collection, and rules and procedures, will
187 be on September 13, 2018.

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189 Mr. Babbar then went over the Acquisition Agreement, Promissory Note, and Bill of Sale with
190 the Board.

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MOTION TO:	Approve the Acquisition Agreement, Promissory Note, and Bill of Sale and authorize the Chair or Vice Chair to sign, subject to any comments by the Developer or Developer's Counsel; and approve all Business Items 7A-X as consent in substantial form, along with those items as filled in, within those various resolutions as discussed and voted on by the Board.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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8. PRELIMINARY REPORT PRESENTATION – ASSESSMENT BONDS

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A. Preliminary Report of Engineer

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Mr. O'Kelley went over the Engineer's Report with the Board.

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The entire discussion is available on audio recording.

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MOTION TO:	Approve the Engineer's Report in substantial form, subject to the review of Bond Counsel, District Counsel, Developer's Counsel, and other various professionals.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

B. Preliminary Special Assessment Allocation (Methodology) Report

Mr. Lamb went over the Preliminary Special Assessment Allocation Methodology Report with the Board.

The entire discussion is available on audio recording.

MOTION TO:	Approve the Preliminary Special Assessment Allocation Methodology Report, subject to review of various Counsels associated with the District and the Developer.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Gainer
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

C. Consider Declaring Special Assessments – Resolution 2018-23
i. First Supplemental Assessment Methodology Report

Mr. Lamb went over the First Supplemental Assessment Methodology Report and resolution with the Board.

The entire discussion is available on audio recording.

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MOTION TO:	Approve the First Supplemental Assessment Methodology Report and Resolution 2018-23, subject to review of various Counsels associated with the District and the Developer.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

D. Set Public Hearing for Declaring Special Assessments – Resolution 2018-24

Mr. Lamb reviewed the resolution with the Board.

MOTION TO:	Approve Resolution 2018-24 as stated.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

E. Authorizing Issuance of Bonds/Filing of Validation Complaint – Resolution 2018-25

- i. Master Trust Indenture**
- ii. Supplemental Indenture**

Mr. Sanford reviewed the resolution and associated documents with the Board.

MOTION TO:	Approve Resolution 2018-25.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Wilson
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

F. Consider Authorization of Chairman to Accept or Execute Certain Documents – Resolution 2018-26

Mr. Babbar reviewed the resolution with the Board.

292	MOTION TO:	Approve Resolution 2018-26 in substantial form.
293	MADE BY:	Supervisor Wilson
294	SECONDED BY:	Supervisor Gainer
295	DISCUSSION:	None further
296	RESULT:	Called to Vote: Motion PASSED
297		5/0 - Motion Passed Unanimously

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299 **G. Other Matters Related to Financing**

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301 Mr. Babbar clarified the timeline and went over what documents his staff needs to move
302 forward.

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305 **9. ADMINISTRATIVE MATTERS**

306 **A. Request for Working Capital – By Motion**

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309 **10. STAFF REPORTS**

- 310 **A. District Counsel**
311 **B. District Manager**
312 **C. District Engineer**

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314 Mr. O’Kelley provided an infrastructure update to the Board.

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316 *The entire discussion is available on audio recording.*

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319 **11. BOARD MEMBERS’ COMMENTS**

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321 There were no Board member comments.

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324 **12. PUBLIC COMMENTS**

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326 There were no public comments.

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331 **13. ADJOURNMENT**
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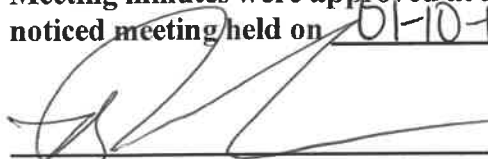
MOTION TO:	Adjourn.
MADE BY:	Supervisor Coffey
SECONDED BY:	Supervisor Gainer
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 5/0 - Motion Passed Unanimously

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340 **Please note the entire meeting is available on disc.*

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342 **These minutes were done in summary format.*

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344 **Each person who decides to appeal any decision made by the Board with respect to any matter*
345 *considered at the meeting is advised that person may need to ensure that a verbatim record of*
346 *the proceedings is made, including the testimony and evidence upon which such appeal is to be*
347 *based.*
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349 **Meeting minutes were approved at a meeting by vote of the Board of Supervisors at a publicly**
350 **noticed meeting held on 01-10-19.**

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354 **Signature**

355 Brian Lamb

356 **Printed Name**

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359 **Title:**

- 360 Secretary
361 Assistant Secretary

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354 **Signature**

355 Kelly Evans

356 **Printed Name**

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359 **Title:**

- 360 Chairman
361 Vice Chairman



Official District Seal

Recorded by Records Administrator



Signature

01/18/19

Date