

**MINUTES OF MEETING
LP COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of the LP Community Development District was held on December 1, 2022, immediately following the Landowners' Meeting, scheduled to commence at 8:30 a.m., at the offices of Masteller, Moler & Taylor, Inc., 1655 27th Street #2, Vero Beach, Florida 32960.

Present at the meeting were:

| | |
|----------------|---------------------|
| Chad Kelly | Chair |
| Wendy Coya | Vice Chair |
| Andrew Kennedy | Assistant Secretary |

Also present were:

| | |
|----------------------------------|--|
| Daniel Rom | District Manager |
| Craig Wrathell | Wrathell, Hunt and Associates, LLC (WHA) |
| Jonathan Johnson (via telephone) | District Counsel |
| Misty Taylor (via telephone) | Bond Counsel |
| Steve Moler | Interim District Engineer |
| Brett Sealy (via telephone) | MBS Capital Markets, LLC |

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Rom called the meeting to order at 8:47 a.m. He stated that Mr. Chad Kelly, Mr. Andrew Kennedy, Ms. Wendy Coya, Mr. Trey Olmstead and Mr. Vinny Olmstead were elected at the Landowners' Election just prior to this meeting.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

GENERAL DISTRICT ITEMS

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Elected Board of Supervisors *(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. Chad Kelly, Mr. Andrew Kennedy and Ms. Wendy Coya.

Supervisors Kelly, Kennedy and Coya were present. Supervisors-Elect Vinny Olmstead and Trey Olmstead were not present.

Mr. Rom and Mr. Wrathell reviewed the guidelines for interactions among Supervisors, recordkeeping, public records requests, use of CDD email addresses and social media, and completion and timely submission of forms. The following items were provided:

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Chapter 190, Florida Statutes**
- D. Financial Disclosure Forms**
 - I. Form 1: Statement of Financial Interests**
 - II. Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - III. Form 1F: Final Statement of Financial Interests**
- E. Form 8B: Memorandum of Voting Conflict**

Mr. Rom and Mr. Wrathell discussed instances in which a voting conflict might exist and advised the Board Members to contact Staff or District Counsel with any questions.

FOURTH ORDER OF BUSINESS

Consideration of 2023-01, Canvassing and Certifying the Results of the Landowners’ Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date

Mr. Rom presented Resolution 2023-01. He recapped the Landowners’ Election results as follows:

| | | | |
|--------|----------------|-----------|-------------|
| Seat 1 | Chad Kelly | 503 votes | 4-year Term |
| Seat 2 | Andrew Kennedy | 502 votes | 2-year Term |
| Seat 3 | Wendy Coya | 502 votes | 2-year Term |
| Seat 4 | Trey Olmstead | 502 votes | 2-year Term |
| Seat 5 | Vinny Olmstead | 503 votes | 4-year Term |

On MOTION by Mr. Kelly and seconded by Mr. Kennedy, with all in favor, Resolution 2023-01, Canvassing and Certifying the Results of the Landowners' Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2023-02, Designating Certain Officers of the District, and Providing for an Effective Date

Mr. Rom presented Resolution 2023-02.

Discussion ensued regarding financial operations in a Landowner-funded CDD, signatories and funding requests.

Mr. Kelly nominated the following slate:

- | | |
|---------------------|----------------|
| Chair | Chad Kelly |
| Vice Chair | Wendy Coya |
| Secretary | Craig Wrathell |
| Assistant Secretary | Andrew Kennedy |
| Assistant Secretary | Vinny Olmstead |
| Assistant Secretary | Trey Olmstead |
| Assistant Secretary | Daniel Rom |
| Treasurer | Craig Wrathell |
| Assistant Treasurer | Jeff Pinder |

No other nominations were made.

On MOTION by Mr. Kennedy and seconded by Ms. Coya, with all in favor, Resolution 2023-02, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

Both the Chair and Vice Chair will be included as signatories on the CDD checking account.

ORGANIZATIONAL MATTERS

SIXTH ORDER OF BUSINESS

Consideration of the Following Organizational Matters:

A. Resolution 2023-03, Appointing and Fixing the Compensation of the District Manager and Methodology Consultant; Providing an Effective Date

- **Agreement for District Management Services: *Wrathell, Hunt and Associates, LLC***

Mr. Rom presented Resolution 2023-03 and the Fee Schedule and Management Agreement. WHA will charge a discounted Management Fee of \$2,000 per month until bonds are issued.

On MOTION by Ms. Coya and seconded by Mr. Kelly, with all in favor, Resolution 2023-03, Appointing and Fixing the Compensation of Wrathell, Hunt and Associates, LLC as the District Manager and Methodology Consultant; Providing an Effective Date, was adopted.

B. Resolution 2023-04, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date

- **Fee Agreement: *Kutak Rock LLP***

Mr. Johnson presented Resolution 2023-04 and the Kutak Rock LLP Fee Agreement.

On MOTION by Ms. Coya and seconded by Mr. Kelly, with all in favor, Resolution 2023-04, Appointing Kutak Rock LLP as District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date, was adopted.

C. Resolution 2023-05, Designating a Registered Agent and Registered Office of the District and Providing for an Effective Date

Mr. Rom presented Resolution 2023-05.

On MOTION by Mr. Kennedy and seconded by Mr. Kelly, with all in favor, Resolution 2023-05, Designating Jonathan T. Johnson as Registered Agent and 107 West College Avenue, Tallahassee, Florida 32301 as Registered Office of the District and Providing for an Effective Date, was adopted.

- D. Resolution 2023-06, Appointing an Interim District Engineer for the LP Community Development District, Authorizing Its Compensation and Providing for an Effective Date**

- **Interim Engineering Services Agreement: *Masteller & Moler, Inc.***

Mr. Rom presented Resolution 2023-06 and the Interim Engineering Services Agreement and accompanying Exhibits.

On MOTION by Ms. Coya and seconded by Mr. Kelly, with all in favor, Resolution 2023-06, Appointing an Interim District Engineer for the LP Community Development District, Authorizing Its Compensation and Providing for an Effective Date, was adopted.

- E. Authorization of Request for Qualifications (RFQ) for Engineering Services**

Mr. Rom presented the RFQ for Engineering Services and Competitive Selection Criteria.

On MOTION by Mr. Kelly and seconded by Mr. Kennedy, with all in favor, the Request for Qualifications (RFQ) for Engineering Services and Competitive Selection Criteria and authorizing Staff to advertise, was approved.

- F. Board Member Compensation: 190.006 (8), F.S.**

The Board Members declined compensation.

- G. Resolution 2023-07, Designating the Primary Administrative Office and Principal Headquarters of the District; Designating the Location of the Local District Records Office; and Providing an Effective Date**

Mr. Rom presented Resolution 2023-07.

The consensus was that 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 will serve as the Primary Administrative Office and the offices of Masteller, Moler & Taylor, Inc., 1655 27th Street #2, Vero Beach, Florida 32960 will serve as the Principal Headquarters of the District and Local District Records Office.

H. Resolution 2023-08, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors, Officers, and Staff; and Providing for an Effective Date

- **Authorization to Obtain General Liability and Public Officers' Insurance**

Mr. Rom presented Resolution 2023-08.

Mr. Johnson noted that any summons, complaint or other document must be transmitted to District Counsel, Chair, Vice Chair or Staff within 14 calendar days of receipt.

On MOTION by Mr. Kennedy and seconded by Mr. Kelly, with all in favor, Resolution 2023-08, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors, Officers, and Staff; and Providing for an Effective Date, was adopted, and authorizing Staff to obtain General Liability and Public Officers' Insurance, was approved.

I. Resolution 2023-09, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date

Mr. Rom presented Resolution 2023-09.

On MOTION by Mr. Kelly and seconded by Mr. Kennedy, with all in favor, Resolution 2023-09, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date, was adopted.

- J. **Resolution 2023-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date**

Mr. Rom presented Resolution 2023-10.

On MOTION by Mr. Kennedy and seconded by Mr. Kelly, with all in favor, Resolution 2023-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date, was adopted.

- K. **Resolution 2023-11, Granting the Chairman and Vice Chairman the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District’s Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date**

Mr. Rom presented Resolution 2023-11. This Resolution grants the Chair and Vice Chair the authority to work with the District Engineer, District Counsel and District Staff and to execute certain documents in between meetings, to avoid delays in construction.

On MOTION by Ms. Coya and seconded by Mr. Kennedy, with all in favor, Resolution 2023-11, Granting the Chairman and Vice Chairman the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District’s Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date, was adopted.

- L. **Resolution 2023-12, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District and Providing for an Effective Date**

Mr. Rom presented Resolution 2023-12.

On MOTION by Mr. Kelly and seconded by Mr. Kennedy, with all in favor, Resolution 2023-12, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District and Providing for an Effective Date, was adopted.

M. Authorization of Request for Proposals (RFP) for Annual Audit Services

Mr. Rom presented the RFP For Annual Audit Services.

- **Designation of Board of Supervisors as Audit Committee**

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, the Request for Proposals for Annual Auditing Services, authorizing the District Manager to advertise and designating the Board of Supervisors as the Audit Committee, was approved.

N. Strange Zone, Inc., Quotation #M22-1049 for District Website Design, Maintenance and Domain Web-Site Design Agreement

Mr. Rom presented the Strange Zone, Inc. (SZI) proposal.

On MOTION by Mr. Kelly and seconded by Mr. Kennedy, with all in favor, the Strange Zone, Inc., Quotation #M22-1049 for District Website Design, Maintenance and Domain Web-Site Design Agreement, in the amount of \$1,679.99, was approved.

O. ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit

Mr. Rom presented the ADA Site Compliance proposal.

On MOTION by Ms. Coya and seconded by Mr. Kennedy, with all in favor, the ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit, in the amount of \$210 annually, was approved.

P. Resolution 2023-13, to Designate Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date

I. Rules of Procedure

II. Notices [Rule Development and Rulemaking]

These items were included for informational purposes.

Mr. Rom presented Resolution 2023-13.

On MOTION by Mr. Kennedy and seconded by Ms. Coya, with all in favor, Resolution 2023-13, to Designate Date, Time and Place of February 2, 2023 at 8:30 a.m., at the offices of Masteller, Moler & Taylor, Inc., 1655 27th Street #2, Vero Beach, Florida 32960, for a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date, was adopted.

Q. Resolution 2023-14, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2022/2023 and Providing for an Effective Date

Mr. Rom presented Resolution 2023-14.

The following will be inserted into the Fiscal Year 2023 Meeting Schedule:

DATES: First Thursday of each month

TIME: 8:30 AM

LOCATION: the offices of Masteller, Moler & Taylor, Inc., 1655 27th Street #2, Vero Beach, Florida 32960

On MOTION by Ms. Coya and seconded by Mr. Kelly, with all in favor, Resolution 2023-14, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2022/2023 and Providing for an Effective Date, was adopted.

R. Resolution 2023-15, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date

Mr. Rom presented Resolution 2023-15.

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, Resolution 2023-15, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date, was adopted.

S. Stormwater Management Needs Analysis Reporting Requirements

Mr. Wrathell stated, as the due date for the initial Report passed and there is no interim reporting requirement, the CDD’s first Report will be due in about five years.

BANKING MATTERS

SEVENTH ORDER OF BUSINESS

Consideration of the Following Banking Matters:

A. Resolution 2023-16, Designating a Public Depository for Funds of the District and Providing an Effective Date

Mr. Rom presented Resolution 2023-16.

On MOTION by Ms. Coya and seconded by Mr. Kelly, with all in favor, Resolution 2023-16, Designating Truist Bank as Public Depository for Funds of the District and Providing an Effective Date, was adopted.

B. Resolution 2023-17, Directing the District Manager to Appoint Signors on the Local Bank Account; and Providing an Effective Date

Mr. Rom presented Resolution 2023-17.

The following change was made to Resolution 2023-17:

Section 1: Add “Vice Chair” as a signor on the local bank account

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, Resolution 2023-17, as amended, Directing the District Manager to Appoint Signors on the Local Bank Account; and Providing an Effective Date, was adopted.

BUDGETARY MATTERS**EIGHTH ORDER OF BUSINESS****Consideration of the Following Budgetary Matters:****A. Resolution 2023-18, Approving the Proposed Budget for Fiscal Year 2022/2023 and Setting a Public Hearing Thereon Pursuant to Florida Law and Providing for an Effective Date**

Mr. Rom presented Resolution 2023-18. He reviewed the proposed Fiscal Year 2023 budget, which will be a partial-year, Landowner-funded budget, with expenses funded as they are incurred. WHA will charge a discounted Management Fee of \$2,000 per month until bonds are issued.

Mr. Kennedy left the meeting at 10:09 a.m. and returned at 10:11 a.m.

Discussion ensued regarding accounting processes for expenses to be funded or reimbursed from bond proceeds, acquisition of improvements and work product.

On MOTION by Ms. Coya and seconded by Mr. Kennedy, with all in favor, Resolution 2023-18, Approving the Proposed Budget for Fiscal Year 2022/2023 and Setting a Public Hearing Thereon Pursuant to Florida Law for February 2, 2023 at 8:30 a.m., at the offices of Masteller, Moler & Taylor, Inc., 1655 27th Street #2, Vero Beach, Florida 32960, and Providing for an Effective Date, was adopted.

B. Fiscal Year 2022/2023 Budget Funding Agreement

Mr. Rom presented the Fiscal Year 2022/2023 Budget Funding Agreement. As previously discussed, funding requests will be submitted to Ms. Coya.

On MOTION by Ms. Coya and seconded by Mr. Kelly, with all in favor, the Fiscal Year 2022/2023 Budget Funding Agreement, was approved.

Mr. Johnson stated that Items 8C through 8I include various internal control and purchasing guidelines set by Statute. The required policies to be formally adopted are included

for reference, developed according to Statute and described in a straightforward manner; therefore, Items 8C through 8I can be approved in one single motion.

- C. Resolution 2023-19, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes**
- D. Resolution 2023-20, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date**
- E. Resolution 2023-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date**
- F. Resolution 2023-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date**
- G. Resolution 2023-23, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date**
- H. Resolution 2023-24, Authorizing an Individual Designated by the Board of Supervisors to Act as the District's Purchasing Agent for the Purpose of Procuring, Accepting, and Maintaining Any and All Construction Materials Necessary for the Construction, Installation, Maintenance or Completion of the District's Infrastructure Improvements as Provided in the District's Adopted Improvement Plan; Providing for the Approval of a Work Authorization; Providing for Procedural Requirements for the Purchase of Materials; Approving the Form of a Purchase Requisition Request; Approving the Form of a Purchase Order; Approving the Form of a Certificate of Entitlement; Authorizing the Purchase of Insurance; Providing a Severability Clause; and Providing an Effective Date**
- I. Consideration of E-Verify Memo with MOU**

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, Resolutions 2023-19, 2023-20, 2023-21, 2023-22, 2023-23 and 2023-24, were adopted and enrollment and utilization of the E-Verify program, was approved.

J. Discussion: Engineer's Report

Mr. Wrathell stated that discussion of the Engineer's Report will be deferred, pending further strategizing and revisions to the Development Plan.

The bond validation process and timelines were discussed.

Mr. Wrathell stated a Validation Report will be requested, rather than an Assessment Methodology. A follow up call with Mr. Brett Sealy will be scheduled.

BOND FINANCING RELATED MATTERS

NINTH ORDER OF BUSINESS

Consideration of the Following Bond Financing Related Matters:

A. Bond Financing Team Funding Agreement

Mr. Rom presented the Bond Financing Team Funding Agreement.

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, the Bond Financing Team Funding Agreement, was approved.

B. Engagement of Bond Financing Professionals

I. Underwriter/ Investment Banker: *MBS Capital Markets, LLC*

Mr. Sealy presented the MBS Capital Markets, LLC Agreement for Underwriter Services and G-17 Disclosure. The Underwriter's fee will be 2% of the par amount of the bonds.

II. Bond Counsel: *Bryant Miller Olive P.A*

Ms. Taylor presented the Bryant Miller Olive P.A. Bond Counsel Agreement.

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, the MBS Capital Markets, LLC Agreement for Underwriting Services and G-17 Disclosure and Bryant Miller Olive P.A. Bond Counsel Agreement, were approved.

III. Trustee, Paying Agent and Registrar:

This item was deferred to the February meeting.

Mr. Wrathell briefly discussed the following items to be deferred:

- C. Resolution 2023-25, Designating a Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date**
- D. Presentation of Master Special Assessment Methodology Report**
- E. Resolution 2023-26, 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**
- F. Resolution 2023-27, 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 LP Community Development District in Accordance with Chapters 170, 190 and 197, Florida Statutes**
- G. Resolution 2023-28, Authorizing the Issuance of Not Exceeding \$[_____] Principal Amount of LP Community Development District Bonds in One or More Series, for the Purpose of Financing The Construction and/or Acquisition by the District of the Public Improvements and Community Facilities Permitted by the Provisions of Chapter 190, Florida Statutes, as Amended, and the Ordinance Creating the District; Approving a Form of a Master Trust Indenture; Approving and Appointing a Trustee; Authorizing the Commencement of Validation Proceedings Relating to the Foregoing Bonds;**

**Authorizing and Approving Other Matters Relating to the Foregoing Bonds; and
Providing an Effective Date**

Items 9C through 9G were deferred.

TENTH ORDER OF BUSINESS

Staff Reports

- A. **District Counsel: *Kutak Rock LLP***
- B. **District Engineer (Interim): *Masteller & Moler, Inc***
- C. **District Manager: *Wrathell, Hunt and Associates, LLC***

There were no Staff reports.

ELEVENTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

TWELFTH ORDER OF BUSINESS

Public Comments

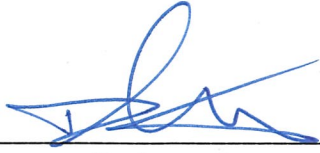
No members of the public spoke.

THIRTEENTH ORDER OF BUSINESS

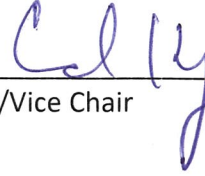
Adjournment

On MOTION by Mr. Kelly and seconded by Ms. Coya, with all in favor, the meeting adjourned at 10:31 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair