

**GRAND OAKS
COMMUNITY DEVELOPMENT DISTRICT**

August 30, 2018 Minutes of Special Organizational Meeting

Minutes of the Special Organizational Meeting

The Special Organizational Meeting of the Board of Supervisors for the Grand Oaks Community Development District was held on **Wednesday, August 30, 2018 at 2:00 p.m.** at The Smith Ranch located at 4185 State Road 16, St. Augustine, FL 32092.

1. CALL TO ORDER

Brian Lamb called the Special Organizational Meeting of the Board of Supervisors of the Grand Oaks Community Development District to order on **Wednesday, August 30, 2018 at 2:00 p.m.**

Board Members Present and Constituting a Quorum:

Marc Harris	Supervisor
Keith Hyatt	Supervisor
Dennis Smith	Supervisor

Staff Members Present:

Brian Lamb	Meritus
Bill Schaefer	Interim District Engineer
Jonathan Johnson	District Counsel
Peter Dane	Bond Counsel
Jesse Graham	Developer Counsel

There were no members of the general public in attendance.

Mr. Lamb stated that he has declined his appointment to the Board. The declined seat will be vacant, and there will be a process coming up to fill that vacancy. Mr. Lamb also said that a similar request will likely be received from Julie Smith.

2. PUBLIC COMMENT PERIOD

There were no public comments.

3. ADMINISTER OATHS OF OFFICE TO BOARD ASSIGNED IN PETITION

Mr. Lamb stated that he is a notary in the state of Florida and had already handed out Oaths of Office to the three Board members present. Mr. Lamb led Marc Harris, Keith Hyatt, and Dennis Smith in reciting the Oath of Office.

48 **4. SEAT NEW BOARD MEMBERS**

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

51

52 Mr. Johnson briefly went over the forms, Sunshine Amendment, Code of Ethics, and Supervisor
53 Responsibilities with the Board.

54

55

56 **5. APPOINTMENT OF OFFICERS – Resolution 2018-01**

57 **A. Chairman**

58 **B. Vice Chairman**

59 **C. Secretary**

60 **D. Treasurer**

61 **E. Assistant Secretaries**

62

63 Supervisor Hyatt will serve as Chair, Supervisor Harris will serve as Vice Chair, Mr. Lamb will
64 serve as Secretary, and Eric Davidson at Meritus will serve as Treasurer. Supervisor Smith and
65 Brian Howell at Meritus will serve as an Assistant Secretaries.

66

67

MOTION TO:	Approve Resolution 2018-01 as stated.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

68

69

70

71

72

73

74

75

76

77

78

79

80

6. APPOINTMENT OF CONSULTANTS

**A. Consider Appointment of District Manager/Assessment Consultant– Resolution
2018-02**

81

82 Mr. Lamb went over the resolution with the Board.

83

84

85

86

87

88

89

90

MOTION TO:	Approve Resolution 2018-02, subject to review of form of contract by District Counsel and/or the Chair or Vice Chair.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

91

92

93

94

95

96

B. Designation of Registered Agent/Office – Resolution 2018-03

Mr. Lamb went over the resolution with the Board.

MOTION TO:	Approve Resolution 2018-03 as presented.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

C. Consider Appointment of District General Counsel – Resolution 2018-04

Mr. Johnson went over the resolution with the Board. He also went over the background of the firm and his experience working with Districts.

MOTION TO:	Approve Resolution 2018-04 with the engagement letter as provided as Exhibit A.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

D. Consider Appointment of Interim District Engineer – By Motion
i. Authorize RFQ for District Engineer

Mr. Lamb went over appointment of Interim District Engineer with the Board.

MOTION TO:	Authorize Dominion Engineering to serve as the Interim District Engineer, subject to review of the final contract.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

E. Consider Appointment of Bond Counsel – Akerman LLP

Mr. Lamb went over the engagement letter. Mr. Dane went over his experience and company.

MOTION TO:	Approve subject to final review and signature of the Chair.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

F. Consider Appointment of Investment Banker – FMS Bonds

Mr. Lamb went over the appointment of FMS Bonds as Investment Banker.

MOTION TO:	Authorize the Agreement for FMS Bond as Underwriter Services and G-17 Disclosure.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

G. Consider Appointment of Trustee – US Bank

Mr. Lamb went over the appointment of US Bank as Trustee.

MOTION TO:	Approve US Bank as the Trustee, subject to final review of the Chair.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

169 **7. BUSINESS MATTERS**

170 **A. Approve Notice of Establishment – Resolution 2018-05**

171
172 Mr. Lamb and Mr. Johnson went over the resolution with the Board.
173

MOTION TO:	Approve Resolution 2018-05.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

174
175
176
177
178
179

180
181
182
183
184
185
186

B. Consider Policy of Compensation for Board Members – Resolution 2018-06

Mr. Lamb went over the resolution with the Board. Supervisor Hyatt did not want to receive compensation. Supervisor Smith did not want to receive compensation. Supervisor Harris did not want to receive compensation.

MOTION TO:	Approve Resolution 2018-06.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

187
188
189
190
191
192

193
194
195
196
197
198

C. Consider Policy of Reimbursement of District Travel Expenses – Resolution 2018-07

Mr. Lamb and Mr. Johnson went over the resolution with the Board.

MOTION TO:	Approve Resolution 2018-07.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

199
200
201
202
203
204

205
206
207
208
209

D. Consider Designation of Local Records Officer – Resolution 2018-08

Mr. Lamb went over the resolution with the Board. He noted a change because the records office needs to be located in St. Johns County. He suggested the current location for the Interim.

210
211
212
213
214
215
216
217

MOTION TO:	Approve Resolution 2018-08 with the revision to the location as discussed.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

218
219
220
221
222

E. Consider District Records Retention Schedule – Resolution 2018-09

Mr. Lamb went over the resolution with the Board.

223
224
225
226
227
228

MOTION TO:	Approve Resolution 2018-09.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

229
230
231
232
233
234
235

F. Consider Fiscal Year 2019 Regular Meeting Schedule and Location – Resolution 2018-10

Mr. Lamb went over the resolution and meeting schedule with the Board. The regular meetings will be scheduled for the first Monday of every month at 2:00 p.m. at the current location.

236
237
238
239
240
241

MOTION TO:	Approve Resolution 2018-10.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

242
243
244
245
246
247
248

G. Consider Landowners’ Meeting Date, Time, and Location – Resolution 2018-11

Mr. Lamb went over the resolution with the Board. He recommended for the Landowners’ meeting to be held at the next month’s meeting on Monday, October 1, 2018 at 2:00 p.m. at the current location.

249
250
251
252
253
254
255

MOTION TO:	Approve Resolution 2018-11.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

256
257
258
259
260

- H. Consider Proposed FY 2017/2018 Annual Budget & Set Public Hearing – Resolution 2018-12**
- I. Consider Proposed FY 2018/2019 Annual Budget & Set Public Hearing – Resolution 2018-13**

261
262
263
264

Mr. Lamb went over the resolutions with the Board and noted that the date would be November 5, 2018 at 2:00 p.m.

265
266
267
268
269
270

MOTION TO:	Approve Resolutions 2018-12 and 2018-13.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

271
272
273
274

- J. Consider 2017-2018 Developer Funding Agreement**
- K. Consider 2018-2019 Developer Funding Agreement**

275
276

Mr. Lamb went over the Funding Agreements with the Board.

277
278
279
280
281
282
283
284

MOTION TO:	Consider a form of the Funding Agreements and authorize the Chair, District Counsel and the Developer to finalize after review.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

285
286

287 **L. Set Public Hearing for Uniform Method of Collections – Resolution 2018-14**
288 **M. Consider Rules of Procedure & Setting Public Hearing – Resolution 2018-15**
289

290 Mr. Lamb went over the resolutions with the Board. He recommended holding the hearings at
291 the November 5, 2018 meeting. Mr. Johnson briefly went over the process with the Board.
292

293	MOTION TO:	Approve Resolutions 2018-14 and 2018-15.
294	MADE BY:	Supervisor Hyatt
295	SECONDED BY:	Supervisor Smith
296	DISCUSSION:	None further
297	RESULT:	Called to Vote: Motion PASSED
298		3/0 - Motion Passed Unanimously

299
300 **N. Consider Policy Re: Support & Legal Defense for Board & Staff – Resolution**
301 **2018-16**
302

303 Mr. Lamb and Mr. Johnson went over the resolution with the Board.
304

305	MOTION TO:	Approve Resolution 2018-16.
306	MADE BY:	Supervisor Hyatt
307	SECONDED BY:	Supervisor Smith
308	DISCUSSION:	None further
309	RESULT:	Called to Vote: Motion PASSED
310		3/0 - Motion Passed Unanimously

311
312 **O. Authorization to Obtain General Liability and Public Officers Insurance – By**
313 **Motion**
314

315 Mr. Lamb went over the cost to obtain general liability and public officers insurance with the
316 Board.
317

318	MOTION TO:	Obtain quotes for general liability and public officers 319 insurance.
320	MADE BY:	Supervisor Hyatt
321	SECONDED BY:	Supervisor Smith
322	DISCUSSION:	None further
323	RESULT:	Called to Vote: Motion PASSED
324		3/0 - Motion Passed Unanimously

325
326

327 **P. Consider Designation of a Qualified Public Depository – Resolution 2018-17**

328

329 Mr. Lamb went over the resolution with the Board. He recommended SunTrust Bank.

330

331

MOTION TO:	Approve Resolution 2018-17.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED
	3/0 - Motion Passed Unanimously

332

333

334

335

336

337

338

Q. Authorization of Signatories – Resolution 2018-18

339

340 Mr. Lamb went over the resolution with the Board.

341

342

MOTION TO:	Approve Resolution 2018-18 subject to the two individual signatories.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED
	3/0 - Motion Passed Unanimously

343

344

345

346

347

348

349

350

R. Authorization to Disburse Funds for Expenses – Resolution 2018-19

351

352 Mr. Lamb went over the resolution with the Board.

353

354

MOTION TO:	Approve Resolution 2018-19.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED
	3/0 - Motion Passed Unanimously

355

356

357

358

359

360

361

S. Consideration Adoption of Investment Policy – Resolution 2018-20

362

363 Mr. Lamb went over the resolution with the Board.

364

365

366

367

368

369

370

371

MOTION TO:	Approve Resolution 2018-20.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

372

373

T. Consider Approval of Florida Statewide Mutual Aid Agreement – Resolution 2018-21

374

375

376

Mr. Lamb and Mr. Johnson went over the resolution with the Board.

377

378

379

380

381

382

383

MOTION TO:	Approve Resolution 2018-21.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

384

385

U. Consider Provisions for Public Comments – Resolution 2018-22

386

387

Mr. Lamb and Mr. Johnson went over the resolution with the Board.

388

389

390

391

392

393

394

MOTION TO:	Approve Resolution 2018-22.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

395

396

V. Consider Authorization of RFP for Auditing Services

397

398

Mr. Lamb went over the authorization of RFP for Auditing Services. He also briefly went over the Audit Committee process. All three Board Supervisors decided that they will serve on the Audit Committee.

399

400

401

402
403
404
405
406
407
408
409

MOTION TO:	Appoint Supervisor Hyatt, Supervisor Harris, and Supervisor Smith to serve on the Audit Committee.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

410
411

8. PRELIMINARY REPORT PRESENTATION – ASSESSMENT BONDS
A. Consider Financing Team Funding Agreement

412
413
414
415
416

Mr. Johnson went over the Financing Team Funding Agreement.

417
418
419
420
421
422
423
424

MOTION TO:	Approve the Financing Team Funding Agreement in substantial form, subject to any comments as received by the Developer’s Counsel.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

425
426

B. Consider Master Engineer’s Report

427
428
429

Mr. Schafer went over the Master Engineer’s Report with the Board.

430
431
432
433
434
435
436

MOTION TO:	Approve the Master Engineer’s Report in substantial form, subject to review by the various professionals.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

437
438

C. Consider Master Assessment Methodology Report

439
440
441

Mr. Lamb went over the Master Assessment Methodology Report with the Board.

442
443
444
445
446
447
448
449
450

MOTION TO:	Approve the Master Assessment Methodology Report in substantial form, subject to review by the various professionals.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

451
452

D. Consider Declaring Special Assessments – Resolution 2018-23

453
454
455
456

Mr. Lamb went over the resolution with the Board. October 1, 2018 will be the date for the hearing. Mr. Johnson went over the process for imposing special assessments.

457
458
459
460
461
462

MOTION TO:	Approve Resolution 2018-23.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

463
464

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

465
466
467
468

Mr. Lamb went over the resolution with the Board. This resolution sets the public hearing, which will be October 1, 2018

469
470
471
472
473
474
475

MOTION TO:	Approve Resolution 2018-24 with the date as discussed.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED 3/0 - Motion Passed Unanimously

476
477
478
479
480
481

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

- i. Master Trust Indenture**
- ii. Bond Validation Report**

482 Mr. Dane went over the resolution with the Board. There should be correction from \$20 million
483 dollars to \$26 million dollars. Mr. Dane also went over the Master Trust Indenture and Bond
484 Validation Report. Mr. Dane and Mr. Johnson answered a question regarding landowners and the
485 issuance of the bonds. Mr. Johnson then went over the timeline and process of the hearings.
486

487	MOTION TO:	Approve Resolution 2018-25 with the changes as
488		noted on the record in terms of the amount.
489	MADE BY:	Supervisor Hyatt
490	SECONDED BY:	Supervisor Smith
491	DISCUSSION:	None further
492	RESULT:	Called to Vote: Motion PASSED
493		3/0 - Motion Passed Unanimously

- 494
- 495 **G. Consider Bond Anticipate Notes, Series 2018 – Resolution 2018-26**
- 496 **i. First Supplemental Trust Indenture**
- 497 **ii. Bond Anticipation Notes Supplemental Special Assessment**
- 498 **Methodology Report**
- 499 **H. Consider Note Purchase Agreement**

500

501 Mr. Lamb went over the resolution with the Board. He also went over the Bond Anticipation

502 Notes Supplemental Special Assessment Methodology Report.

503

504	MOTION TO:	Approve the form of the Bond Anticipation Notes
505		Supplemental Special Assessment Methodology
506		Report dated August 30, 2018, in substantial form.
507	MADE BY:	Supervisor Hyatt
508	SECONDED BY:	Supervisor Smith
509	DISCUSSION:	None further
510	RESULT:	Called to Vote: Motion PASSED
511		3/0 - Motion Passed Unanimously

512

513 Mr. Dane went over the First Supplemental Trust Indenture and Note Purchase Agreement.

514

515	MOTION TO:	Approve Resolution 2018-26 in substantial form,
516		including the First Supplemental Trust Indenture and
517		Note Purchase Agreement.
518	MADE BY:	Supervisor Hyatt
519	SECONDED BY:	Supervisor Smith
520	DISCUSSION:	None further
521	RESULT:	Called to Vote: Motion PASSED
522		3/0 - Motion Passed Unanimously

523
524
525
526
527
528
529
530
531
532
533
534
535
536
537
538
539
540
541
542
543
544
545
546
547
548
549
550
551
552
553
554
555
556
557
558
559
560
561
562
563
564

I. Consider Authorization of Chairman to Accept or Execute Certain Documents – Resolution 2018-27

Mr. Johnson went over the resolution with the Board.

MOTION TO:	Approve Resolution 2018-27.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED
	3/0 - Motion Passed Unanimously

J. Other Matters Related to Financing

Mr. Johnson went over a request for RFP for Infrastructure Services. He recommended using various weighted criteria instead of pricing only.

MOTION TO:	Authorize the RFP for Infrastructure Services.
MADE BY:	Supervisor Hyatt
SECONDED BY:	Supervisor Smith
DISCUSSION:	None further
RESULT:	Called to Vote: Motion PASSED
	3/0 - Motion Passed Unanimously

9. ADMINISTRATIVE MATTERS
A. Request for Working Capital – By Motion

- 10. STAFF REPORTS**
A. District Counsel
B. District Engineer
C. District Manager

11. BOARD MEMBERS’ COMMENTS

There were no Board member comments.

565 **12. PUBLIC COMMENTS**

566

567 There were no public comments.

568

569

570 **13. ADJOURNMENT**

571

572

MOTION TO: Adjourn.

573

MADE BY: Supervisor Hyatt

574

SECONDED BY: Supervisor Smith

575

DISCUSSION: None further

576

RESULT: Called to Vote: Motion PASSED

577

3/0 - Motion Passed Unanimously

578

579

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

581

582 *These minutes were done in summary format.

583

584 *Each person who decides to appeal any decision made by the Board with respect to any matter
585 considered at the meeting is advised that person may need to ensure that a verbatim record of
586 the proceedings is made, including the testimony and evidence upon which such appeal is to be
587 based.

588

589 Meeting minutes were approved at a meeting by vote of the Board of Supervisors at a publicly
590 noticed meeting held on 10-18-2018.

591

592

593

594

Signature

Signature

595

Brian Lamb

Keith Hyatt

596

597

Printed Name

Printed Name

598

599

Title:

Title:

600

Secretary

Chairman

601

Assistant Secretary

Vice Chairman

602

603

604

605

606

Recorded by Records Administrator

607

608

609

610

Signature

611

612

Date

613

Grand Oaks Community Development District

SEAL

Established August 24, 2018
St. Johns County, Florida

Official District Seal