MINUTES OF MEETING
ORANGE BEND
COMMUNITY DEVELOPMENT DISTRICT

An Organizational Meeting of the Orange Bend Community Development District was held on December 9, 2024, immediately following the adjournment of the Landowners' Meeting, scheduled to commence at 11:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715.

Present:

Shelley Kaercher	Chair
Robyn Bronson	Assistant Secretary
Justin Starr	Assistant Secretary

Also present:

Daniel Rom	District Manager
Jere Earlywine (via telephone)	District Counsel
Cynthia Wilhem (via telephone)	Bond Counsel

FIRST ORDER OF BUSINESS — **Call to Order/Roll Call**

Mr. Rom called the meeting to order at 11:14 a.m. He stated that the Landowners' Election was held just prior to this meeting. Supervisors-Elect Ms. Shelley Kaercher, Ms. Robyn Bronson and Mr. Justin Starr, who were just elected at the Landowners' Meeting, were present. Supervisors-Elect Mr. Chris Tyree and Mr. Roger Van Aucker were not present.

SECOND ORDER OF BUSINESS — **Public Comments**

No members of the public spoke.

PART 1: GENERAL DISTRICT ITEMS

GENERAL DISTRICT ITEMS

THIRD ORDER OF BUSINESS — **Administration of Oath of Office to Elected Board of Supervisors (the following will be provided in a separate package)**

Mr. Rom, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Ms. Kaercher, Ms. Bronson and Mr. Starr. Mr. Rom provided and he and Mr. Earlywine explained the following items:

A. Updates and Reminders: Ethics Training for Special District Supervisors and Form 1

B. Membership, Obligations and Responsibilities

C. Guide to the 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 2025-01, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners' Meeting; Providing a Severability Clause; and Providing an Effective Date**

Mr. Rom presented Resolution 2025-01.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-01, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners' Meeting; Providing a Severability Clause; and Providing an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS **Consideration of Resolution 2025-02, 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 2025-02. He recapped the Landowners' Election results, which will be inserted into Sections 1 and 2 of the Resolution, as follows:

Seat 1	Chris Tyree	244 votes	4-year Term
Seat 2	Shelley Kaercher	244 votes	4-year Term
Seat 3	Robyn Bronson	240 votes	2-year Term
Seat 4	Roger Van Aucker	240 votes	2-year Term
Seat 5	Justin Starr	240 votes	2-year Term

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-02, 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.

SIXTH ORDER OF BUSINESS **Consideration of Resolution 2025-03, Electing Certain Officers of the District, and Providing for an Effective Date**

Mr. Rom presented Resolution 2025-03. Ms. Kaercher nominated the following slate:

Chair	Shelley Kaercher
Vice Chair	Chris Tyree
Secretary	Craig Wrathell
Assistant Secretary	Robyn Bronson
Assistant Secretary	Justin Starr
Assistant Secretary	Roger Van Auker
Assistant Secretary	Daniel Rom
Assistant Secretary	Kristen Thomas
Treasurer	Craig Wrathell
Assistant Treasurer	Jeffrey Pinder

No other nominations were made.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-03, Electing Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

PART 2: CONSENT AGENDA (ORGANIZATIONAL ITEMS, BANKING ITEMS & BUDGETARY ITEMS)

ORGANIZATIONAL ITEMS

SEVENTH ORDER OF BUSINESS **Consideration of the Following Consent Agenda Organizational Items:**

The following Consent Agenda Items were presented:

A. Resolution 2025-04, 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**

B. Resolution 2025-05, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date

- **Fee Agreement: Kutak Rock LLP**

C. Resolution 2025-06, Designating a Registered Agent and Registered Office of the District, and Providing for an Effective Date

D. Resolution 2025-07, Appointing an Interim District Engineer for the Orange Bend Community Development District, Authorizing Its Compensation and Providing for an Effective Date

- **Interim Engineering Services Agreement: Poulos & Bennett**

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

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

The Board Members declined compensation.

G. Resolution 2025-08, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date

H. Resolution 2025-09, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Dat

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

I. Resolution 2025-10, 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

J. Resolution 2025-11, 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

K. Resolution 2025-12, Granting the Chair and Vice Chair 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

L. **Resolution 2025-13, Ratifying, Confirming and Approving the Recording of the Notice of Establishment for the District; and Providing for an Effective Date**

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

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

N. **Strange Zone, Inc. Quotation #M24-1042 for District Website Design, Maintenance and Domain Web-Site Design Agreement**

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

P. **Resolution 2025-14, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date**

Q. **Goals and Objectives Reporting [HB7013 - Special Districts Performance Measures and Standards Reporting]**

BANKING ITEMS

EIGHTH ORDER OF BUSINESS **Consideration of the following Consent Agenda Banking Items:**

The following Consent Agenda Items were presented:

A. **Resolution 2025-15, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; and Providing an Effective Date**

B. **Resolution 2025-16, Authorizing the District Manager or Treasurer to Execute the Public Depositor Report; Authorizing the Execution of Any Other Financial Reports as Required by Law; Providing for an Effective Date**

BUDGETARY ITEMS

NINTH ORDER OF BUSINESS **Consideration of the following Consent Agenda Budgetary Items:**

The following Consent Agenda Items were presented:

A. **Fiscal Year 2024/2025 Budget Funding Agreement**

B. **Resolution 2025-17, 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**

C. Resolution 2025-18, 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

D. Resolution 2025-19, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date

E. Resolution 2025-20, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date

F. Resolution 2025-21, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Consent Agenda Items listed in the Seventh, Eighth and Ninth Orders of Business, were adopted, approved, ratified or accepted.

PART 3: NON-CONSENT AGENDA (ORGANIZATIONAL ITEMS, BANKING ITEMS & BUDGETARY ITEMS)

ORGANIZATIONAL ITEMS

TENTH ORDER OF BUSINESS **Consideration of the Following Non-Consent Agenda Organizational Items:**

A. Resolution 2025-22, Designating the Location of the Local District Records Office and Providing an Effective Date

This item was deferred.

B. Resolution 2025-23, 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 of Rule Development and Rulemaking

Mr. Rom presented Resolution 2025-23, the Rules of Procedure and Notices.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-23, to Designate March 20, 2025 at 9:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715, as the 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, was adopted.

C. Resolution 2025-24, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2024/2025 and Providing for an Effective Date

Mr. Rom presented Resolution 2025-24.

The following will be inserted into the Fiscal Year 2025 Meeting Schedule:

MEETING DATES: March 20, 2025; April 17, 2025; May 15, 2025; June 19, 2025; July 17, 2025; August 21, 2025 and September 18, 2025.

March 20, 2025 Meeting: Insert "Public Hearing &" before "Regular Meeting"

TIME: 9:00 AM

LOCATION: City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-24, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2024/2025, as amended, and Providing for an Effective Date, was adopted.

BANKING ITEMS

ELEVENTH ORDER OF BUSINESS **Consideration of the Following Non-Consent Agenda Banking Item:**

A. Resolution 2025-25, Designating a Public Depository for Funds of the District and Providing an Effective Date

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-25, Designating Truist Bank as a Public Depository for Funds of the District and Providing an Effective Date, was adopted.

BUDGETARY ITEMS

TWELFTH ORDER OF BUSINESS **Consideration of the following Non-Consent Agenda Budgetary Items:**

A. Resolution 2025-26, Approving a Proposed Budget for Fiscal Year 2024/2025 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Severability; and Providing for an Effective Date

Mr. Rom presented Resolution 2025-26. He reviewed the proposed Fiscal Year 2025 budget, which will be Landowner-funded, with expenses funded as they are incurred. He noted line items that might be adjusted, if necessary, before adopting the Fiscal Year 2025 budget.

> **On MOTION by Ms. Bronson and seconded by Ms. Kaercher, with all in favor, Resolution 2025-26, Approving a Proposed Budget for Fiscal Year 2024/2025, as amended, if necessary, and Setting a Public Hearing Thereon Pursuant to Florida Law on March 20, 2025 at 9:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715; Addressing Severability; and Providing for an Effective Date, was adopted.**

Funding requests will be sent to Ms. Kaercher.

B. Resolution 2025-27, 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

Mr. Rom presented Resolution 2025-27.

> **On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-27, 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, was adopted.

PART 4: BOND FINANCING & PROJECT RELATED MATTERS

FINANCING RELATED MATTERS

THIRTEENTH ORDER OF BUSINESS **Consideration of the following Bond Financing Related Items:**

Mr. Rom presented the following items:

A. Bond Financing Team Funding Agreement

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Bond Financing Team Funding Agreement, in substantial form, was approved.

B. Engagement of Bond Financing Professionals

I. Underwriter/Investment Banker: FMSbonds, Inc.

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

III. Trustee, Paying Agent and Registrar: US Bank Trust Company, N.A.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the FMSbonds, Inc., Agreement for Underwriter Services and Rule G-17 Disclosure Letter; the Nabors Giblin & Nickerson, P.A. Engagement Letter to serve as Bond Counsel; and the U.S. Bank Trust Company, N.A., Engagement Letter to serve as Trustee, Paying Agent and Registrar, were approved.

C. Resolution 2025-28, 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

Mr. Rom presented Resolution 2025-28. This Resolution enables placement of the assessments on the tax bill utilizing the services of the Property Appraiser and Tax Collector.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-28, Designating a Date, Time, and Location of March 20, 2025 at 9:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715, for 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, was adopted.

D. Presentation of Master Engineer's Report

Mr. Earlywine presented the Master Engineer's Report and noted the following:

- The Capital Improvement Plan (CIP) is intended to provide public infrastructure improvements for the entire development, such as roadway improvements; stormwater management system; water, wastewater and reclaim utilities; hardscape, landscape, and irrigation; streetlights/undergrounding of electric utility lines; recreational amenities and environmental conservation.
- The estimated CIP costs is $39.5 million.

Mr. Earlywine stated the Master Engineer's Report contains all the findings necessary to proceed with bond issuance and assessments, including that the project is feasible, consistent with project approvals, and the costs are accurate based on current market conditions.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Master Engineer's Report, in substantial form and for the purpose of bond validation and assessments, was approved.

E. Presentation of Master Special Assessment Methodology Report

Mr. Rom presented the Master Special Assessment Methodology Report. He reviewed the pertinent information found in each section and discussed the Development Program, CIP, Financing Program, Assessment Methodology, lienability tests, special and peculiar benefits to the units and the True-up Mechanism. He noted the following:

- This Methodology presents the projections for financing the CIP described in the Engineer's Report and describes the method for the allocation of special benefits and the apportionment of special assessment debt.

- The public infrastructure improvements undertaken and funded by the District as part of the Capital Improvement Plan create special and peculiar benefits, different in kind and degree from the general and incidental benefits to the public at large.
- The District currently consists of approximately 243.89 +/- acres.
- Based upon the information provided by the Developer and the District Engineer, the current development plan envisions a total of 799 residential dwelling units, although land use types and unit numbers may change throughout the development period.
- The total of the public infrastructure improvements is estimated to be $39,500,000.
- Even though the actual financing plan may change to include multiple series of bonds, it is likely that in order to fully fund the costs of the CIP in one financing transaction, the District would have to issue approximately $54,365,000 in par amount of special assessment bonds.
- The proposed financing plan provides for the issuance of the Bonds in the approximate principal amount of $54,365,000 to finance approximately $39,500,000 in CIP costs.
- The current Development Plan envisions 799 residential dwelling units, although unit numbers and land use types may change throughout the development period.
- The benefit associated with the CIP is proposed to be allocated to the different unit types within the District in proportion to the density of development and intensity of use of the infrastructure as measured by a standard Equivalent Residential Unit (ERU) weighting.

Mr. Rom reviewed the Appendix Tables, which detail the Development Plan, CIP, Preliminary Sources and Uses of Funds, Benefit Allocation and the Bond Assessment Apportionment. Mr. Earlywine stated the Methodology finds that there is sufficient benefit from the project to justify the assessments and finds that the assessments are fairly and reasonably allocated across the product types.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Master Special Assessment Methodology Report, in substantial form and for the purpose of bond validation and assessments, was approved.

F. Resolution 2025-29, Declaring Special Assessments; Designating the Nature and Location of the Proposed Improvements; Declaring the Total Estimated Cost of the Improvements, the Portion to Be Paid by Assessments, and the Manner and Timing in Which the Assessments are to Be Paid; Designating the Lands Upon Which the

Assessments Shall Be Levied; Providing For An Assessment Plat and a Preliminary Assessment Roll; Addressing the Setting of Public Hearings; Providing for Publication of this Resolution; and Addressing Conflicts, Severability and an Effective Date

Mr. Earlywine presented Resolution 2025-29.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-29, Declaring Special Assessments; Designating the Nature and Location of the Proposed Improvements; Declaring the Total Estimated Cost of the Improvements, the Portion to Be Paid by Assessments, and the Manner and Timing in Which the Assessments are to Be Paid; Designating the Lands Upon Which the Assessments Shall Be Levied; Providing For An Assessment Plat and a Preliminary Assessment Roll; Addressing the Setting of Public Hearings on March 20, 2025 at 9:00 a.m., at the City of Minneola City Hall, 800 N US Hwy 27, Minneola, Florida 34715, if available; Providing for Publication of this Resolution; and Addressing Conflicts, Severability and an Effective Date, was adopted.

G. Resolution 2025-30, Authorizing the Issuance of Not to Exceed $54,365,000 Orange Bend 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 2025-30, known as the Bond Validation Resolution, which accomplishes the following:

➢ Approves the form of the Master Trust Indenture.

➢ Appoints U.S. Bank Trust Company National Association as the Trustee, Registrar and Paying Agent.

➢ Approves issuance of bonds in a not-to-exceed amount of $54,365,000 in one or more series.

➢ Approves the CIP.

➢ Authorizes District Counsel to file for bond validation.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2025-30, Authorizing the Issuance of Not to Exceed $54,365,000

> **Orange Bend 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.**

PROJECT RELATED ITEMS

FOURTEENTH ORDER OF BUSINESS **Consideration of the following Project Related Items:**

A. Temporary Construction Easement

B. Acquisition Agreement

> **On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Temporary Construction Easement and the Acquisition Agreement, both in substantial form, were approved.**

FIFTEENTH ORDER OF BUSINESS **Staff Reports**

A. District Counsel: Kutak Rock LLP

B. District Engineer (Interim): Poulos & Bennett

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

There were no District Counsel, District Engineer or District Manager reports.

The next meeting will be held on March 20, 2025 at 9:00 a.m.

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

There were no Board Members' comments or requests.

SEVENTEENTH ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

EIGHTEENTH ORDER OF BUSINESS **Adjournment**

> **On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the meeting adjourned at 12:01 p.m.**

Secretary/Assistant Secretary

Chair/Vice Chair