

**MINUTES OF MEETING
PALM COAST 145
COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of the Palm Coast 145 Community Development District was held on January 25, 2022 at 3:00 P.M., at 25 Old Kings Road North, Suite 2B, Palm Coast, Florida 32137.

Present at the meeting were:

David Hansen	Chair
Franklin Green	Assistant Secretary
Robert Attack	Assistant Secretary
Clifton Fischer (via telephone)	Assistant Secretary

Also present were:

Cindy Cerbone	District Manager
Daniel Rom	Wrathell, Hunt and Associates, LLC
Jonathan Johnson (via telephone)	District Counsel
Momtaz Barq	District Engineer
Misty Taylor	Bond Counsel
JW Howard (via telephone)	Morgan Stanley
John Amm	M-R Development & Construction, Inc.
Brian Robinson	M-R Development & Construction, Inc.

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 3:05 p.m.

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 Initial Board of Supervisors *(the following will also be provided in a separate package)*

Ms. Cerbone stated this is the first meeting of the Palm Coast 145 CDD, which was established by Manatee County on January 4, 2022. Three of the five initial Board Members identified in the petition to establish the CDD were present.

Mr. Rom, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Hansen, Mr. Green and Mr. Attack, who were present, in person. Supervisor Fischer was not present at roll call. Supervisor Beebe was not present.

Ms. Cerbone reviewed guidelines for recordkeeping, public records requests, use of CDD email addresses and completion and timely submission of forms. She provided and explained the following items:

- 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**

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2022-01, Designating Certain Officers of the District, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2022-01. Mr. Johnson stated the slate of officers may be left vacant for Supervisors who have yet to be sworn in. Mr. Attack nominated the following slate of officers:

Chair	David Hansen
Vice Chair	Vacant
Secretary	Craig Wrathell
Assistant Secretary	Franklin Green
Assistant Secretary	Robert Attack
Assistant Secretary	Vacant

Assistant Secretary	Cindy Cerbone
Assistant Secretary	Daniel Rom
Treasurer	Craig Wrathell
Assistant Treasurer	Jeff Pinder

No other nominations were made.

On MOTION by Mr. Green and seconded by Mr. Atack, with all in favor, Resolution 2022-01, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2022-02, Designating a Date, Time, and Location for Landowners’ Meeting of the District, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2022-02.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-02, Designating March 22, 2022 at 2:00 p.m., at a location to be determined by the District Manager’s office, as the Date, Time, and Location for a Landowners’ Meeting of the District, and Providing for an Effective Date, was adopted.

ORGANIZATIONAL MATTERS

SIXTH ORDER OF BUSINESS

Consideration of the Following Organizational Matters:

- A. Resolution 2022-03, 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***

Ms. Cerbone presented Resolution 2022-03 and reviewed the Fee Schedule and Management Agreement.

On MOTION by Mr. Green and seconded by Mr. Hansen, with all in favor, Resolution 2022-03, Appointing and Fixing the Compensation of Wrathell, Hunt and Associates, LLC, as the District Manager; Appointing a Methodology Consultant; and Providing an Effective Date, was adopted.

B. Resolution 2022-04, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date

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

Mr. Johnson presented Resolution 2022-04 and the Fee Agreement.

On MOTION by Mr. Green and seconded by Mr. Hansen, with all in favor, Resolution 2022-04, Appointing Kutak Rock LLP as District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date, was adopted.

C. Resolution 2022-05, Designating a Registered Agent and Registered Office of the District; and Providing for an Effective Date

Ms. Cerbone presented Resolution 2022-05.

On MOTION by Mr. Green and seconded by Mr. Hansen, with all in favor, Resolution 2022-05, Designating Craig Wrathell as the Registered Agent and 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 as the Registered Office of the District; and Providing for an Effective Date, was adopted.

D. Resolution 2022-06, Appointing an Interim District Engineer for the Palm Coast 145 Community Development District, Authorizing Its Compensation and Providing an Effective Date

- **Interim Engineering Services Agreement: *Terra Max Engineering, Inc.***

Ms. Cerbone presented Resolution 2022-06 and the Interim Engineering Services Agreement. Mr. Barq introduced himself and responded to questions.

On MOTION by Mr. Hansen and seconded by Mr. Green, with all in favor, Resolution 2022-06, Appointing Terra Max Engineering, Inc., as Interim District Engineer for the Palm Coast 145 Community Development District, Authorizing Its Compensation and Providing an Effective Date, was adopted.

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

Ms. Cerbone presented the RFQ for District Engineering Services and the Competitive Selection Criteria.

On MOTION by Mr. Hansen and seconded by Mr. Attack with all in favor, the Request for Qualifications (RFQ) for District Engineering Services and Competitive Selection Criteria, was approved.

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

Ms. Cerbone asked the Board Members if they wished to receive the allowable \$200 per meeting compensation, with a maximum amount of \$4,800 per year, per Board Member.

The Board Members elected to receive compensation.

G. Resolution 2022-07, 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

This item was deferred.

H. Resolution 2022-08 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 Date

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

Ms. Cerbone presented Resolution 2022-08.

Mr. Johnson discussed the importance of contacting Staff as soon as possible, upon receipt of a demand letter or a legal document.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-08, 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 Date, was adopted, and authorizing Staff to obtain General Liability and Public Officers' Insurance, was approved.

- I. Resolution 2022-09, 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**

Ms. Cerbone presented Resolution 2022-09. This Resolution sets forth the CDD's policy for public comments at meetings and outlines the procedures for public comments.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, Resolution 2022-09, 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 2022-10, 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**

Ms. Cerbone presented Resolution 2022-10.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-10, 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 2022-11, 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

Ms. Cerbone presented Resolution 2022-11. This Resolution grants the Chair and Vice Chair 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 Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-11, 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, was adopted.

L. Resolution 2022-12, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2022-12.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-12, 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

Ms. Cerbone presented the RFP For Annual Audit Services.

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

On MOTION by Mr. Green and seconded by Mr. Hansen, 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.

Mr. Fischer joined the meeting at 3:44 p.m.

Mr. Fischer stated the Oath of Office was administered to him at his location. Ms. Cerbone asked for the Oath of Office to be transmitted electronically. She stated that Mr. Fischer could participate in the meeting.

N. Strange Zone, Inc., Quotation #M22-1007 for District Website Design, Maintenance and Domain Web-Site Design Agreement

Ms. Cerbone presented the Strange Zone, Inc. (SZI) proposal for website creation and annual maintenance, hosting, email domain registration and SSL certificates.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, the Strange Zone, Inc., Quotation #M22-1007 for District Website Services, Design, Maintenance and Domain, 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

Ms. Cerbone stated that Management engaged ADA Site Compliance (ADASC) to assist in bringing the CDD’s website into compliance with the Americans with Disabilities Act (ADA) requirements and affix a compliance seal on the homepage.

On MOTION by Mr. Atack and seconded by Mr. Hansen, 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 per year, was approved.

P. Resolution 2022-13, 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

- **Notice of Rule Development**
- **Notice of Rulemaking**

These items were provided for informational purposes.

Ms. Cerbone presented Resolution 2022-13.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-13, Designating March 22, 2022 at 2:00 p.m., at a location to be determined by the District Manager’s office, as the Date, Time and Place of 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 2022-14, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2021/2022 and Providing for an Effective Date**

This item was deferred.

- R. Resolution 2022-15, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date**

Ms. Cerbone presented Resolution 2022-15. This Resolution provides that, in case of a natural disaster, the CDD can request assistance from other governmental entities.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-15, 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**

Ms. Cerbone discussed the new requirement for CDDs to prepare the 20-year Stormwater Needs Analysis Report. The Report, which would document the CDD’s anticipated future stormwater system needs, is due by June 30, 2022, and every five years thereafter. Mr. Barq would submit a proposal to prepare the Report at a future meeting.

BANKING MATTERS

SEVENTH ORDER OF BUSINESS

Consideration of the Following Banking Matters:

A. Resolution 2022-16, Designating a Public Depository for Funds of the District and Providing an Effective Date

Ms. Cerbone presented Resolution 2022-16.

On MOTION by Mr. Green and seconded by Mr. Hansen, with all in favor, Resolution 2022-16, Designating SunTrust/Truist Bank as the Public Depository for Funds of the District and Providing an Effective Date, was adopted.

B. Resolution 2022-17, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; and Providing an Effective Date

Ms. Cerbone presented Resolution 2022-17. The Resolution designates the account signers as, specifically, the Chair, Treasurer and Assistant Treasurer.

On MOTION by Mr. Hansen and seconded by Mr. Green, with all in favor, Resolution 2022-17, Directing the District Manager to Establish a Local Bank Account for the District and Appointing Signors on the Account; and Providing for an Effective Date, was adopted.

BUDGETARY MATTERS

EIGHTH ORDER OF BUSINESS

Consideration of the Following Budgetary Matters:

A. Resolution 2022-18, Approving a Proposed Budget for Fiscal Year 2021/2022 and Setting a Public Hearing Thereon Pursuant to Florida Law and Providing for an Effective Date

Ms. Cerbone presented the proposed Fiscal Year 2022 budget. She stated that this would be a Landowner-funded budget, meaning that expenses would be funded as they are incurred.

Ms. Cerbone presented Resolution 2022-18.

On MOTION by Mr. Hansen and seconded by Mr. Green, with all in favor, Resolution 2022-18, Approving a Proposed Budget for Fiscal Year 2021/2022 and Setting a Public Hearing Thereon Pursuant to Florida Law for April 20, 2022 at 10:30 a.m., at a location to be determined by the District Manager’s office, and Providing for an Effective Date, was adopted.

B. Fiscal Year 2022 Budget Funding Agreement

Mr. Johnson presented the Fiscal Year 2022 Budget Funding Agreement. As expenses are incurred, funding requests would be submitted to the Landowner representative for funding, on an as-needed basis.

On MOTION by Mr. Attack and seconded by Mr. Green, with all in favor, the Fiscal Year 2022 Funding Agreement, in substantial form, was approved.

C. Resolution 2022-19, 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

Ms. Cerbone presented Resolution 2022-19.

On MOTION by Mr. Hansen and seconded by Mr. Attack, with all in favor, Resolution 2022-19, 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, was adopted.

D. Resolution 2022-20, 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

Ms. Cerbone presented the Resolution 2022-20.

On MOTION by Mr. Green and seconded by Mr. Hansen, with all in favor, Resolution 2022-20, 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, was adopted.

- E. Resolution 2022-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date**

Ms. Cerbone presented Resolution 2022-21.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date, was adopted.

- F. Resolution 2022-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date**

Ms. Cerbone presented Resolution 2022-22.

On MOTION by Mr. Green and seconded by Mr. Atack, with all in favor, Resolution 2022-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, was adopted.

- G. Resolution 2022-23, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date**

Ms. Cerbone presented Resolution 2022-23.

On MOTION by Mr. Atack and seconded by Mr. Hansen with all in favor, Resolution 2022-23, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date, was adopted.

- H. **Resolution 2022-24, 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**

Ms. Cerbone presented Resolution 2022-24 and read the title.

On MOTION by Mr. Green and seconded by Mr. Hansen, with all in favor, Resolution 2022-24, 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, was adopted.

- I. **Consideration of E-Verify Memo with MOU**

Ms. Cerbone presented the E-Verify Memo related to the requirement for all employers to verify employment eligibility utilizing the E-Verify System and the requirement for the CDD to enroll with E-Verify and enter into a Memorandum of Understanding (MOU) with E-Verify.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, acknowledging the E-Verify Memo requirements, as set forth in the KE Law Group PLLC Memorandum, and authorizing enrollment and utilization of the E-Verify program, was approved.

BOND FINANCING RELATED MATTERS

NINTH ORDER OF BUSINESS

Consideration of the Following Bond Financing Related Matters:

A. Bond Financing Team Funding Agreement

Mr. Johnson presented the Bond Financing Team Funding Agreement.

On MOTION by Mr. Hansen and seconded by Mr. Green, 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: *Morgan Stanley*

Mr. Howard discussed his firm’s role in the bond issuance processes and experience marketing and distributing tax-exempt bonds.

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

Ms. Taylor discussed the Bond Resolution that would authorize bond validation, bond validation and bond issuance processes and time frames.

The bond documents, Agreements, marketing and sale of the bonds, Trustee and accounting processes were discussed.

Ms. Cerbone stated she and Mr. Johnson discussed approving the Agreements in substantial form because, while the Bond Counsel Agreement was included in the agenda package, the draft Agreements with Morgan Stanley and U.S. Bank were not included.

Ms. Taylor presented the Bryant Miller Olive P.A. (BMO) Bond Counsel Agreement and discussed the scope of services provided. She noted that BMO would be paid only if and when bonds are issued. Fees are set once the size of the bond issue and the scope of the project is known. As discussed in Section 4, “Conflicts”, BMO represents other entities in the CDD arena such as underwriters and trustees, from time to time, on transactions unrelated to this one.

III. Trustee, Paying Agent and Registrar: _____

Ms. Cerbone stated the designated Trustee would be U.S. Bank.

On MOTION by Mr. Hansen and seconded by Mr. Green, with all in favor, the Morgan Stanley Underwriter/Investment Banker Agreement and the U.S. Bank Trust Co., N.A., Trustee Agreement, in substantial form, and the Bryant Miller Olive P.A. Bond Counsel Agreement, in final form, were approved.

C. Resolution 2022-25, 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

Ms. Cerbone presented Resolution 2022-25. This Resolution enables placement of the assessments on the tax bill utilizing the Property Appraiser and Tax Collector.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, Resolution 2022-25, Designating March 22, 2022 at 2:00 p.m., at a location to be determined by the District Manager's office, as the 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, was adopted.

D. Presentation of Engineer's Report

Mr. Barq presented the Engineer's Report, revised November 30, 2021. The Engineer's Report summarizes the proposed project, primarily the Capital Improvement Plan (CIP), and the funding of those improvements. He noted the following:

- The development would include a 339 lot subdivision.
- The estimated project costs, based on a recent project, include utilities, roadways, stormwater facilities, etc., are subject to change.

Mr. Amm stated the cost of the project would exceed the cost of the CDD bond issuance, so the Developer would pay the difference between the actual project costs and the CDD bonds. While the Engineer's Report would be amended to reflect actual costs, it would not

affect the CDD's costs. Discussion ensued regarding processes for determining assessments and bond issuance.

Ms. Cerbone stated it was anticipated that all roadways within the CDD would be designated as public and there was no desire for restricted access. Discussion ensued regarding public versus private roadways and installation of guard gates.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, the Engineer's Report, revised November 30, 2021, in substantial form, was approved.

E. Presentation of Master Special Assessment Methodology Report

Ms. Cerbone presented the Master Special Assessment Methodology Report, dated January 24, 2022. She noted the pertinent information, such as the Development Program, CIP, Financing Program, maximum par amount of bonds, Assessment Methodology, lienability tests, True-up Mechanism and the Appendix Tables. Regarding the par amount of bonds, Ms. Cerbone stated the final numbers would be known at the pre-closing but the figures are subject to change until that time. Mr. Howard stated, on a per lot basis, it was likely that \$15,000 to \$20,000 per lot would be bondable; the bond issue would range from \$6.5 to \$7.5 million.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, the Master Special Assessment Methodology Report, in substantial form, was approved.

F. Resolution 2022-26, 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; Providing for Publication of this Resolution

Ms. Cerbone presented Resolution 2022-26. Mr. Johnson noted the blanks in the Resolution would be filled in with the dates in the documents just adopted.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, Resolution 2022-26, 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; Providing for Publication of this Resolution, was adopted.

- G. Resolution 2022-27, 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 Palm Coast 145 Community Development District in Accordance with Chapters 170, 190 and 197, Florida Statutes**

Ms. Cerbone presented Resolution 2022-27. She noted that the title of Resolution 2022-27 incorrectly listed a different CDD, the actual Resolution is correct.

On MOTION by Mr. Atack and seconded by Mr. Green, with all in favor, Resolution 2022-27, Setting a Public Hearing for March 22, 2022 at 2:00 p.m., at a location to be determined by the District Manager’s office, for the Purpose of Hearing Public Comment on Imposing Special Assessments on Certain Property Within the District Generally Described as the Palm Coast 145 Community Development District in Accordance with Chapters 170, 190 and 197, Florida Statutes, was adopted.

- H. Resolution 2022-28, Authorizing the Issuance of not Exceeding \$21,175,000 Principal Amount of Palm Coast 145 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

Ms. Cerbone presented Resolution 2022-28 and read the title.

Ms. Taylor stated this Resolution was prepared by BMO and it was reviewed by the financing team. This Master Bond Resolution does not approve a specific issuance but it allows for the filing of the validation complaint.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, Resolution 2022-28, Authorizing the Issuance of not Exceeding \$21,175,000 Principal Amount of Palm Coast 145 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, was adopted.

TENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Kutak Rock LP*

Mr. Johnson stated the validation complaint will be filed tomorrow and scheduling should begin within a few days.

B. District Engineer (Interim): *Terra-Max Engineering, Inc.*

There was no report.

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

The next meeting will be held on March 22, 2022.

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.

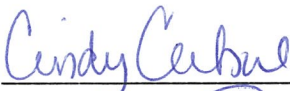
THIRTEENTH ORDER OF BUSINESS

Adjournment


There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. Atack and seconded by Mr. Hansen, with all in favor, the meeting adjourned at 4:53 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary


Chair/Vice Chair