

MINUTES OF MEETING
STOREY PARK
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Storey Park Community Development District was held on Thursday, May 25, 2017 at 4:00 p.m. at the Offices of GMS-CF, LLC, 135 W. Central Blvd, Suite 320, Orlando, Florida.

Present and constituting a quorum were:

Brian Cipollone	Chairman
Alyson Ammann	Vice Chairman
Stephanie Pugliese	Assistant Secretary
Jeffrey Adelman	Assistant Secretary
Chris Cope	Supervisor

Also present were:

George Flint	District Manager
Andrew d'Adesky	District Counsel
Jan Carpenter	District Counsel
Christina Baxter	District Engineer (by phone)
Brian Smith	Field Manager
Michelle Barr	Lennar (by phone)

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order and called the roll.

• **Appointment of Individual to Fulfill the Board Vacancy**

Mr. Flint: We have a vacancy on the Board. Organizational matters are not listed on the agenda, but are there any appointments for the vacancy.

Mr. Cipollone: I would like to appoint Chris Cope.

On MOTION by Mr. Cipollone, seconded by Ms. Ammann, with all in favor, appointing Chris Cope to Seat 1 was approved.
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Mr. Flint administered the Oath of Office to Mr. Cope.

Mr. Flint: Mr. Cope is a citizen of the State of Florida and the United States. I will notarize the Oath. Attached to the Oath, is Form 1, Statement of Financial Interests, which is

required by the State and must be filed within 30 days of today, with the Supervisor of Elections in the County that you live in. Each year they will send you an updated form.

Mr. d'Adesky: Welcome to the Board! We will send you a package of information regarding to the Sunshine and Public Records Laws. As a government, we are subject to these laws. The most important Law is the Sunshine Law. Members of the Board cannot communicate outside of a published meeting. The most common violation is replying all to emails. If you have any questions, contact George or myself and we can filter those questions. If you keep any records, it is fine if you take personal notes and keep them for yourself. If there is anything that you want to pass around or distribute, just make sure that George is copied because that's a public record and could be subject to a public records request. Any emails that you have or anything else regarding District business could potentially become part of a public records request. Just be aware of that when you are sending emails on CDD business. We have more comprehensive memos regarding the Sunshine Law. Don't post on anyone else's Facebook page or Next-door. If you have any questions, please call us. George is also educated on this and can give you some pointers.

SECOND ORDER OF BUSINESS

Public Comment Period

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Approval of Minutes of the April 27, 2017 Meeting

Mr. Flint: Does the Board have any additions, deletions, or corrections? We send the agendas out electronically. That was a decision that was made to save the District money on reproduction costs. We will give you an electronic version of the agenda. If you need a hard copy, let us know; otherwise, you can pull it up on your iPad or laptop.

On MOTION by Mr. Cipollone, seconded by Ms. Ammann, with all in favor, the minutes of the April 27, 2017 meeting were approved.

FOURTH ORDER OF BUSINESS

Discussion of Resolution 2017-04 Drainage Easement and Cost Share

Mr. Flint: Andrew and Jan will present Resolution 2017-04.

Mr. d'Adesky: We were contacted by Chuck Costa from Lennar regarding Moss Park Properties, LLC. (MPP), which owns property adjacent to the Storey Park CDD. Some of the pieces that they own are option properties, according to the Lennar takedown map. The third, fourth and fifth options, which are L2C, L3A and L3B, are currently owned by MPP, as well as the area to the west of the three option properties, which, according to the Boundary Map, is outside of the CDD boundaries. Whenever you have property that is outside of CDD boundaries, you lose the benefit that is accrued to those parcels because they cannot be assessed by the CDD.

Mr. Cipollone: What benefit would that be?

Mr. d'Adesky: In this case, the benefit of certain stormwater drainage. Christina has been informed about this. If you look at the post Drainage Basin Map, there is drainage from the basins marked L6 and L7. Portions of those basins are outside of the CDD boundary. It would drain into Ponds L6 and L7, which are part of the District's master stormwater improvements and within the boundaries of the District; therefore, as part of this process, Lennar and possibly the CDD, must issue a drainage easement to MPP, for the portion outside of the boundary, in order to drain into those ponds.

Mr. Cipollone: They are going to drain into our ponds?

Mr. d'Adesky: Correct. There would be a Cost Share Agreement for the portion that is private, which would be calculated by the Engineer, as to the public use by the CDD, versus the private use that is outside of the CDD boundaries.

Ms. Carpenter: Lennar is taking down our property and will enter into an easement to share the ponds with the property next door. When I spoke to Chuck, I said that when Lennar gives the CDD those ponds, they are going to have to pay their share to MPP, because we are a government and they need to pay their share.

Mr. Cipollone: Okay.

Ms. Carpenter: The question was how we coordinate when they close that easement to Lennar. We could have an agreement with MPP, once those ponds and any other infrastructure gets turned over to the CDD, so that they pay their fair share.

Mr. Cipollone: How do you figure out what their fair share is? What is the methodology?

Ms. Carpenter: We will ask the Engineers that prepare the stormwater permit and look at the calculations. Right Christie?

Mr. d'Adesky: Christie, I heard from Chuck that you had a meeting on this earlier today.

Ms. Baxter: I will prepare the percentages based on the overall Water Management District permit that's in place, which is based on the water quality volume that the pond provides.

Ms. Carpenter: Chuck said that the District Engineer would do it. Usually it's pretty simple, because when the Engineers designed the ponds, they have to do calculations of what's running into those ponds, so they size them and have all of those calculations. It's usually an easy negotiation because that's how the ponds were sized, based on the State's requirements for the ponds. Andrew and Chuck prepared an Easement Agreement with Lennar and a draft of a Cost Share Agreement, which would be signed, once the ponds are transferred to the CDD, as to how we would apportion the cost and MPP would pay.

Mr. d'Adesky: The reason why we are approving the form is because there may be edits to these. There are a lot of moving parts to this. The cost share may be modified, partially. There is an approval of the form of the Drainage and Cost Share Agreements, and a delegation to the Chairman or Vice Chairman to approve and execute the final form, as they are modified, according to those needs. That is the scope of the Resolution.

Ms. Carpenter: We proposed the form that the CDD would use and Chuck has the form that Lennar is going to use, in case MPP has questions, so we don't have a final version; however, everyone agrees to the concept of how it will work.

Mr. Cipollone: As long as they are billed for their share, do we have the right to bill them and whomever they sell the property to in the future?

Ms. Carpenter: Yes. It will be an easement that runs with the land to the next owner.

Ms. Baxter: How would the contract and billing be set up? Would the contract isolate those two ponds and the percentage would be easy to calculate and allocate? How would that be done?

Ms. Carpenter: You are going to tell us how to allocate that percentage. We will have to work with you after your meeting with Chuck, to talk about what the runoff is for which parcel, if the parcels are sold independently.

Mr. Cipollone: I think what she's saying is if you were to do maintenance on a pond, whatever ones were in question, instead of having a contract with BrightView to do every pond in the District, would be bid separately. You could just say, 10% goes to MPP and the rest goes to Lennar.

Mr. Flint: We bid it all together but we asked them to remove those two ponds because they are subject to the cost sharing.

Mr. Cipollone: Is that what your question was Christie?

Ms. Baxter: That was perfect.

On MOTION by Mr. Cipollone, seconded by Mr. Cope, with all in favor, Resolution 2017-04 approving the form of the Drainage and Cost Share Agreements, and authorizing the Chairman or Vice Chairman to approve and execute the final form was adopted.

Mr. Flint: Is there anything else on that matter? That was the main item that we needed to deal with today.

Mr. d'Adesky: There may be future agreements or issues related to MPP and the takedowns, because what we heard from Lennar's Counsel, is that MPP is interested in perhaps hedging in case Lennar explodes tomorrow, like in 2008-2009. Anything can happen. They wanted some rights to come in and finish a road or part of a pond. That would be separate and we will deal with that separately. Just so you know, that might come before the Board in the next six months.

Ms. Carpenter: That's actually kind of cool from a CDD perspective, to know that there's someone that would help finish the ponds.

Mr. d'Adesky: We are not just on our own.

Ms. Carpenter: It's not that I don't think Lennar will finish.

FIFTH ORDER OF BUSINESS

Consideration of Requisition #5

Mr. Flint: Christie prepared the form of the Certificate of District Engineer and prepared a nice detail of Requisition #5, which totals \$2,205,691.09. The detail is included. The form of the Requisition was provided for in the Trust Indenture when the bonds were issued and is required to be signed by a responsible officer of the CDD and the Consulting Engineer. Christie, do you have anything to point out in regards to the Requisition?

Ms. Baxter: The overall construction costs of Phase 3, exceeded the funds available to be applied for in a requisition, so we set up our Cost Structure Summary, such that we allocated a percent of the overall construction costs. It would total the \$2,205,691.09 that was available to

requisition. We removed any costs that were specifically related to lots, so it is all related to the public infrastructure. One thing to note is that this parcel was not graded under our previous contract. That is why you don't see any earthwork within the construction costs.

Mr. Flint: So the eligible costs were \$2,975,000 and you have taken 81% of those because of the remaining amount in the Construction Account to total the \$2,205,691.09?

Ms. Baxter: Correct.

Mr. Flint: There is a \$770,000 developer contribution. Are there any questions on the Requisition? This is probably the most detailed and thorough Requisition prepared by any District Engineer that we work with. Good job!

Ms. Carpenter: Thanks Christie! It's very easy for us to work with you.

Ms. Baxter: Thank you!

Mr. Flint: Are there any questions from the Board?

Mr. Cipollone: No.

On MOTION by Mr. Cipollone, seconded by Mr. Cope, with all in favor, Requisition #5 in the amount of \$2,205,691.09 was approved.

SIXTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Flint: Andrew and Jan, do you have anything else?

Mr. d'Adesky: No. This is the major item that we are working on right now. We will follow up with MPP, and will probably have a meeting with them and Lennar's Counsel next week. That's all we have.

B. Engineer

Mr. Flint: Christie, do you have anything else?

Ms. Baxter: A couple of items to note. Two plats were recorded this month; one for Storey Park, Phase 4 and the other for Storey Park, Parcel M, which is where the school is. I will forward those to everyone. We are proceeding with permitting within Parcel L and expect the permit in the next 30 days, and then construction will commence. We are working on the Infrastructure Report and will have that submitted by June 23. I owe the CDD an update to the Engineer's Report for Parcel L. I anticipate having that by the end of June.

Mr. Flint: That will be the first step of the next bond series.

C. District Manager's Report

i. Approval of Check Register

Mr. Flint: We have the Check Register for the General Fund, totaling \$35,499.43. Are there any questions on the Check Register? \$26,000 is the transfer to the Debt Service Fund.

On MOTION by Mr. Cipollone, seconded by Ms. Ammann, with all in favor, the Check Register was approved.

ii. Balance Sheet and Income Statement

Mr. Flint: You have the Unaudited Financial Statements through April 30th. No action is required. The remaining amount in the Capital Projects Fund is \$2,205,691.09 and Requisition #5 will take the balance.

iii. Presentation of Number of Registered Voters – 115

Mr. Flint: We have a letter from the Supervisor of Elections, indicating that there are 115 registered voters. Each year we have to announce this, as of April 15. When that number hits 250, and the District is at least six years old, the Board will start transitioning to General Election.

Mr. Cipollone: Is it either?

Mr. Flint: Both must be met. Once you trip both of those, then two seats will go to residents and in two more years, two more seats, and in two more years, one seat. Brian Smith is here. He is taking over for Alan, as the Operations Manager for Storey Park. He has been working with Chris on Phase 2. Do you have any report for the Board?

Mr. Smith: Yes. We are pushing Orange County Utilities to get those meters set. Chris is working on that as well. I have been calling them. They have been complaining about the number of phone calls that they are receiving, which I guess is a good thing. I think Phase 1 is proceeding well. BrightView is doing a decent job, which is key. We may want to look at us taking over the maintenance of Phase 2.

Mr. Flint: When he says "us", he means the CDD.

Mr. Smith: It would be a partial substantial completion of that area, until the irrigation is installed. We are going to need to work on getting a temporary meter, because from what Orange County's telling us, it is going to be at least three weeks to a month to get those meters

set. I will work with Chris to see what we can do to push this issue. Even if Junior has a meter out there, where they used to have a meter, if we can ask them to move their meter back to where it was, its already pre-piped to do both sections. If we can get that meter back over there, we could set it up for them to have a fill line. If that's a possibility and there's anything that you guys can do to get them to put that back, that would be very helpful. That way, we don't have to go to Orange County and try to get another meter. I called over there and a young lady told me that meters are very few and far between, because of how much construction is going on.

Mr. Flint: Those are hydrant meters.

Mr. Smith: Those are temporary meters. If Junior agrees to that, that solves our problem and we are good for another month.

Mr. Flint: Did we have the Board approve the BrightView amendment?

Mr. Smith: Yes.

Mr. Flint: We just haven't taken it over yet.

Mr. Smith: That's right. They are ready to start. If I can get them there, fairly soon, and we can put up with slow transition of the area, they said that they are not going to charge us for a start-up cost. BrightView will go in there, and rather than Down-To-Earth coming back and billing you to do a mowing and a cleanup, they will come in, and over a period of time, they will get it cleaned up and looking good, and it won't cost us, which is good.

Mr. Cipollone: Yes.

Mr. Flint: I don't think there's any action that the Board needs to take at this point. It's just informational.

Mr. Smith: I probably would need direction on whether I should get BrightView to start; however, we cannot take over ownership of the area, because the irrigation system isn't fully installed. If the Board is okay with me going ahead and starting maintenance, with the stipulation to Lennar, that we are only taking it for maintenance purposes, I can get them started on Monday. I can have them start mowing and cleaning. We will pay them through the CDD because we have those funds in place. It would be helpful if I had direction. There doesn't need to be a motion, just direction from the Board.

Mr. Flint: We can start maintaining it under the CDD contract, but it's subject to the irrigation being installed and a punchlist.

Mr. Smith: We did a walk-through, which Michelle and Chris participated in. We have a minimal punchlist. I can work with Down-To-Earth to get that completed. Once the irrigation is installed, we need to review the irrigation system to make sure that we have proper coverage. I would like to get the original construction drawings. At that point, we will fully accept it.

Mr. Cipollone: It doesn't matter because we are going to pay for it. Who is obligated to maintain it right now?

Mr. Flint: Technically it hasn't been accepted because the irrigation and punchlist are not completed; however, we collected assessments to maintain that area. I think we can commence maintenance but we would not fully accept it, pending the installation of the irrigation and punchlist completion.

Ms. Carpenter: Keep us in the loop so that we can get the Bill of Sale.

Mr. Cipollone: Are we going to run into problems?

Mr. Flint: No. That's why we are bringing it up at a public meeting, so it's in the record.

Ms. Carpenter: It's been in the process of acceptance.

Mr. Cipollone: Then that's fine.

Mr. Flint: With no objection, we will proceed.

SEVENTH ORDER OF BUSINESS

Supervisor's Request

Mr. Flint: Is there anything else from the Board on any items that were not on the agenda?

Mr. Cipollone: I have none.


Ms. Carpenter: Christie, thanks for the plats. Michelle, do you have anything? Not hearing any, a motion to adjourn would be in order.

EIGHTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Cipollone, seconded by Mr. Adelman, with all in favor, the meeting was adjourned at 4:26 p.m.


Secretary / Assistant Secretary


Chairman / Vice Chairman