

**MINUTES OF MEETING  
CROSSINGS  
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Crossings Community Development District was held on Tuesday, **January 18, 2022** at 1:32 p.m. at the West Osceola Branch Library, 305 Campus Street, Celebration, Florida.

Present and constituting a quorum were:

Brian Walsh	Supervisor
Milton Andrade	Supervisor
Garret Parkinson	Supervisor
Jeff Shenefield	Supervisor

Also, present were:

Jill Burns	District Manager, GMS
Meredith Hammock	KE Law
Roy Van Wyk <i>by Zoom</i>	KE Law
Bob Gang <i>by Zoom</i>	Greenberg Traurig
Margie Lloyd <i>by Zoom</i>	Dewberry
Rey Malave <i>by Zoom</i>	Dewberry
Molly Banfield <i>by Zoom</i>	Dewberry
Lisa Kelley <i>by Zoom</i>	Dewberry

*The following is a summary of the discussions and actions taken at the January 18, 2022 Crossings Community Development District's Organizational Board of Supervisor's Meeting.*

**FIRST ORDER OF BUSINESS**

**Introduction**

**A. Call to Order**

Ms. Burns called the meeting to order at 1:32 p.m. Four Supervisors were in attendance at the meeting constituting a quorum.

**B. Public Comment Period**

There were no public members present.

**C. Oath of Office**

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Ms. Burns conducted the oath of office to the new Supervisors. Ms. Hammock gave an ethics update for the new Board members.

## **SECOND ORDER OF BUSINESS**

### **Organizational Matters**

#### **A. Confirmation of Notice of Meeting**

Ms. Burns noted the meeting notice had been documented properly as required by statutes.

#### **B. Information on Community Development Districts and Public Official Responsibilities and Florida Statutes Chapter 190**

Ms. Burns explained the duties and responsibilities of the officers. She reviewed the forms to be completed by new Supervisors, and reviewed additional legal statutes including Sunshine law, records keeping, etc.

#### **C. Election of Officers**

##### **1. Resolution 2022-01 Appointing Officers**

Ms. Burns reviewed the current status of officers as: Mr. Walsh as Chair and Mr. Andrade as Vice Chair, Mr. Parkinson, Mr. Shenefield, and Mr. Joel Adams as Assistant Secretaries. She noted GMS staff of George Flint as Assistant Secretary and herself as Secretary. Ms. Burns asked if the Board would like to keep these the same. The motion was made to keep the same slate.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-01 Appointing Officers as Mr. Walsh as Chair, Mr. Andrade as Vice Chair, Mr. Shenefield, Mr. Parkinson and Mr. Joel Adams as Assistant Secretaries, and GMS staff of George Flint as an Assistant Secretary and Ms. Burns as Secretary, was approved.

##### **2. Resolution 2022-02 Appointing Treasurer and Assistant Treasurer**

Ms. Burns suggested GMS staff as George Flint, Katie Costa, as Treasurer and Assistant Treasurer.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-02 Appointing Treasurer as Mr. Flint and Katie Costa as Assistant Treasurer, was approved.

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**THIRD ORDER OF BUSINESS**

**Retention of District Staff**

**A. Consideration of Agreement for District Management Services**

Ms. Burns noted that the District Manager will be GMS.

**1. Resolution 2022-03 Appointing District Manager**

Ms. Burns notes the agreement form is included with fees for GMS.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-03 Appointing District Manager as GMS, was approved.

**B. Consideration of Agreement for District Counsel Services**

Ms. Burns noted that KE Law Group will be the District Counsel

**2. Resolution 2022-04 Appointing District Counsel**

Ms. Burns noted fees were included in the packet.

On MOTION by Mr. Shenefield, seconded by Mr. Andrade, with all in favor, Resolution 2022-04 Appointing District Counsel as KE Law Group, was approved.

**C. Resolution 2022-05 Selection of Registered Agent and Office**

Ms. Burns stated that this would name herself and the office in Orlando as the registered agent and office.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-05 Selection of Registered Agent and Office, was approved.

**D. Resolution 2022-06 Appointing Interim District Engineer**

Ms. Burns noted the interim engineer would be Dewberry Engineering.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-06 Appointing Interim District Engineer as Dewberry, was approved.

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**E. Consideration of Interim District Engineering Agreement**

Ms. Burns noted the agreement was in the packet.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, The Interim District Engineering Agreement, was approved.

**F. Request Authorization to Issue RFQ for Engineering Services**

Ms. Burns stated he needed a motion to issue the RFQ for engineer services. She suggested the due date for February 25, 2022.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, The Authorization to Issue RFQ for Engineering Services, was approved.

**FOURTH ORDER OF BUSINESS**

**Designation of Meetings and Hearing Dates**

**A. Consideration of Resolution 2022-07 Designation of Regular Monthly Meeting Date, Time and Location for Fiscal Year 2022**

Ms. Burns suggested the 2<sup>nd</sup> Thursday of the month at 9:15 a.m. The meeting will be at the same location.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Resolution 2022-07 Designation of Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2022 as the 2<sup>nd</sup> Thursday of the Month at 9:15 a.m. at the same location, was approved.

**B. Consideration of Resolution 2022-08 Designation of Landowner’s Meeting Date, Time and Location**

Ms. Burns suggested March 10, 2022 at 9:15a.m. at the same location.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-08 Designation of Landowner’s Meeting Date, Time, and Location for March 10, 2022 at 9:15 a.m. at the same location, was approved.

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**C. Designation of Date of Public Hearing to Adopt Rules of Procedure in accordance with Section 120.54, Florida Statutes**

**1. Consideration of Resolution 2022-09 Setting a Public Hearing to Consider the Proposed Rules of the District**

**A. Rules of Procedure**

Ms. Burns suggested this be held in conjunction with the March 10, 2022 at 9:15 a.m.

On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, Resolution 2022-09 Setting a Public Hearing to Consider the Proposed Rules of the District for March 10, 2022 at 9:15 a.m., at the same location, was approved.

**D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2022**

**1. Consideration of Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2022 Budget**

Ms. Burns proposed they set the date for April 14, 2022 at 9:15 a.m. at the same location.

She added the budget is included for the Board review.

On MOTION by Mr. Shenefield, seconded by Mr. Andrade, with all in favor, Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Fiscal Year 2022 Budget for April 14, 2022 at 9:15 a.m. at the same location, was approved.

**2. Approval of the Fiscal Year 2022 Developer Funding Agreement**

Ms. Burns noted this will fund this year's budget. (Clayton Properties Group)

On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, the Fiscal Year 2022 Budget Funding Agreement, was approved.

**E. Resolution 2022-11 Setting Date of Public Hearing Expressing the District's Intent to Utilize the Uniform Method of Levying, Collecting and Enforcing Non-Ad Valorem Assessments in accordance with Section 197.3632, Florida Statutes**

Ms. Burns suggested March 10, 2022 at 9:15 a.m. at the same location for this meeting.

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On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-11 Setting Date of Public Hearing Expressing the District’s Intent to Utilize the Uniform Method of Levying, Collecting and Enforcing Non-Ad Valorem Assessment in Accordance with Section 197.3632, Florida Statutes for March 10, 2022 at 9:15 a.m. at the same location, was approved.

**FIFTH ORDER OF BUSINESS**

**Other Organizational Matters**

**A. Resolution 2022-12 Designating a Qualified Public Depository**

Ms. Burns proposed using Truist (formerly Sun Trust) as the District’s qualified public depository.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Resolution 2022-12 Designating a Qualified Public Depository as Truist, was approved.

**B. Resolution 2022-13 Authorization of Bank Account Signatories**

Ms. Burns noted the approved signatories would be the Treasurer and Assistant Treasurer elected today as Jill Burns, Katie Costa and George Flint.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-13 Authorization of Bank Account Signatories as the Treasurer and Assistant Treasurer (George Flint, Jill Burns and Katie Costa), were approved.

**C. Consideration of Resolution 2022-14 Relating to Defense of Board Members**

Ms. Burns explained the resolution. She noted this sets forth a process if there is a lawsuit filed against a Board member. She noted as long as the Board member was working within the scope of their responsibilities, they would be covered legally.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-14 Relating to Defense of Board Members, was approved.

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**D. Consideration of Resolution 2022-15 Authorizing District Counsel to Record in the Property Records of Osceola County the “Notice of Establishment” in accordance with Chapter 190.0485, Florida Statutes**

**1. Notice of Establishment**

Ms. Burns noted this is to ratify the action already noticed.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-15 Ratifying District Counsel Recording the “Notice of Establishment” in the Property Records of Osceola County in Accordance with Chapter 190.0486, Florida Statutes, was ratified.

**E. Consideration of Resolution 2022-16 Adopting Investment Guidelines**

Ms. Burns noted this would be in accordance with the guidelines established by the state of Florida.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Resolution 2022-16 Adopting Investment Guidelines, was approved.

**F. Consideration of Resolution 2022-17 Authorizing Execution of Public Depositor Report**

Ms. Burns noted this authorizes the District Manager or Treasurer to authorize that report and send to the Treasurer.

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, Resolution 2022-17 Authorizing Execution of Public Depositor Report, was approved.

**G. Consideration of Resolution 2022-18 Designating a Policy for Public Comment**

Ms. Burns stated that this establishes the policy for comments in a meeting.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-18 Designating a Policy for Public Comment, was approved.

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**H. Consideration of Resolution 2022-19 Adopting a Travel and Reimbursement Policy**

Ms. Burns noted this is for travel reimbursement for Supervisors on District business and is in-line with Florida statutes.

On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, Resolution 2022-19 Adopting a Travel and Reimbursement Policy, was approved.

**I. Consideration of Resolution 2022-20 Adopting Prompt Payment Policy**

Ms. Burns this is in accordance with Florida statutes and included in the packet.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-20 Adopting a Prompt Payment Policy, was approved.

**J. Consideration of Resolution 2022-21 Adopting a Records Retention Policy**

Ms. Burns noted this policy is in accordance with Florida statutes and has two options included in the packet. She suggested the Board choose option 1.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-21 Adopting a Records Retention Policy, was approved.

**K. Consideration of Compensation to Board Members**

Ms. Burns stated this is for Board members attending CDD meetings to be compensated at \$200 a meeting for a maximum of 24 meetings per year. All Board members agreed to compensation. This is accordance with Florida statute and no vote was needed.

**L. Resolution 2022-22 Selecting District Records Office Within Osceola County**

Ms. Burns proposed this be 1408 Hamlin Avenue Unit E, the GMS offices as the Records office.

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On MOTION by Mr. Shenefield, seconded by Mr. Andrade, with all in favor, Resolution 2022-22 Designating the Primary Administrative Office and Principal Headquarters of the District as 1408 Hamlin Avenue Unit E, the GMS offices, was approved.

**M. Resolution 2022-23 Designating the Primary Administrative Office and Principal Headquarters of the District**

Ms. Burns proposed this be the GMS offices in Orlando, Florida at 219 E. Livingston Street, and the principal headquarters would be the offices in Osceola at 1408 Hamlin Avenue Unit E.

On MOTION by Mr. Shenefield, seconded by Mr. Parkinson, with all in favor, Resolution 2022-23 Designating the Primary Administrative Office and Principal Headquarters of the District as the GMS offices, was approved.

**N. Consideration of Website Services Agreement**

Ms. Burns stated the agreement is in the package and is required by statute. This is with ReAlign Web Design and the set-up fee will be \$1,750.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, the Website Services Agreement, was approved.

**O. Authorization to Prepare Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date of August 1<sup>st</sup> for Osceola County**

Ms. Burns noted this is filed on an annual basis.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Authorization to Prepare Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date of August 1<sup>st</sup> for Osceola County, was approved.

**SIXTH ORDER OF BUSINESS**

**Capital Improvements**

**A. Appointment of Financing Team**

Ms. Burns noted this appoints a financing team.

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**1. Consideration of Resolution 2022-24, Appointing Bond Counsel**

Ms. Burns noted this would be for Greenberg Trauig as Bond Counsel and the agreement is in the packet. Mr. Gang was present via phone.

On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, Resolution 2022-24, Appointing Bond Counsel as Greenberg Trauig, was approved.

**2. Consideration of Resolution 2022-25, Appointing an Investment Banker**

Ms. Burns FMS Bond Specialist

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-25, Appointing an Investment Banker as FMS Bond Specialist, was approved.

**3. Assessment Administrator**

Ms. Burns noted this would be with GMS.

On MOTION by Mr. Andrade, seconded by Mr. Walsh, with all in favor, Assessment Administrator as GMS, was approved.

**4. Trustee**

Ms. Burns noted this proposal in the packet is with US Bank.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Trustee as US Bank, was approved.

**B. Approval of Financing Team Funding Agreement**

Ms. Burns noted this is with Clayton Properties. She explained that under the terms of this agreement any funds provided as part of this agreement would be reimbursed under the future bond issuance.

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On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, the Financing Team Funding Agreement, was approved.

## **SEVENTH ORDER OF BUSINESS**

## **Financing Matters**

### **A. Consideration of Engineer's Report**

The District Engineer gave an overview of this report noting it would consist of approximately 142 acres with an expected quantity of lots of 614. He noted the Tables 1 & 2 show the breakdown of the property used for stormwater residential and roadway and open space for total acreage and breakdown of lots. This is between townhomes, 32' bungalows, 50' and 60'. Capital improvements are included and descriptions of each one. Total proposed cost of the project is \$26,783,213.

Legal questions were reviewed by Roy Van Wyk:

1. Is there any reason you cannot construct the project as outlined in your report? Mr. Malave replied no, there is not any other reason this cannot be built.
2. Those improvements and cost estimates that you provided, all the cost estimates are comparable for what you've seen in your other improvements to be constructed? Mr. Malave replied yes, they are.

On MOTION by Mr. Walsh, seconded by Mr. Parkinson, with all in favor, the Engineer's Report, was approved.

### **B. Consideration of Assessment Methodology**

Ms. Burns reviewed the Master Assessment Methodology report. She explained this allocates debt to the properties based on the special benefits from the Districts capital improvement plan. This will be supplemented with one or more supplemental assessment methodologies that will reflect actual terms of the bonds at the time that those are issued. She explained this is based on the Engineer's report. She then explained the tables attached to the report:

Table 1 – shows the capital improvement plan at 614 units with 4 different product types consisting of 22' townhome, 32' bungalow, single family 50' and single family 60' lots. The ERU for each are assigned to each. With the 50' having an ERU of 1.

Table 2 – infrastructure costs estimated at \$26,724,053.

Table 3 – preliminary bond sizing at \$34,400,000 used to generate construction funds.

Table 4 – Improvement cost per unit that allocates the benefit across property types

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Table 5 – shows the par debt per unit. For 22’ townhome it is \$46,129, for the 32’ bungalow it is \$49,204, for the single family 50’ it is \$61,505 and the 60’ is \$73,807.

Table 6 – shows the net and gross annual debt assessment per unit. The net annual for the townhomes is \$3,225, for the 32’ bungalow it is \$3,440, for the 50’ it is \$4,300 and the 60’ are \$5,160.

Table 7 – shows the preliminary assessment roll that allocates the debt by acre.

Ms. Burns noted for legal purposes that all the properties received special benefit from the improvements being constructed. The assessments are fairly and reasonably apportioned across all product types.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, the Assessment Methodology, was approved.

**C. Consideration of Resolution 2022-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings**

Mr. Gang noted that when the submission deadline was up, we were talking about having a max principal amount of \$28,000,000. He added that the costs were revised based on the Engineer report and the Assessment Methodology report. So, he would have to submit a newly revised report to reflect the changes. The total would now be rounded up to \$35,000,000. He added the Engineer’s cost chart would need updating as well. He stated the resolution authorized the commencement of the bond validation process. He will revise the report and send to the Board.

On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, Resolution 2022-26 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved as amended.

**D. Consideration of Resolution 2022-27, Declaring Special Assessments and Approval of Assessment Methodology**

Ms. Burns suggested the assessments are included in the packet. The cost estimates are included with updated amounts.

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On MOTION by Mr. Shenefield, seconded by Mr. Andrade, with all in favor, Resolution 2022-27, Declaring Special Assessment and Approval of Assessment Methodology, was approved.

**E. Consideration of Resolution 2022-28 Setting a Public Hearing for Special Assessments**

Ms. Burns suggested March 10, 2022 at 9:15 at the same location.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Resolution 2022-28, Setting a Public Hearing for Special Assessments for March 10, 2022 at 9:15 a.m., was approved.

**F. Consideration of Resolution 2022-29 Authorizing the Disbursement of Funds**

Ms. Burns stated this resolution was in the Board package and outlines the procedures for full continuing expenses, owner O&M expenses and non-continuing O&M expenses. She added this allows us to keep the District running without having Board approval for the resolutions.

On MOTION by Mr. Walsh, seconded by Mr. Shenefield, with all in favor, Resolution 2022-29 Authorizing the Disbursement of Funds, was approved.

**EIGHTH ORDER OF BUSINESS**

**Other Business**

**A. Consideration of Resolution 2022-30 Granting the Chairperson and Vice Chairperson Authority to Execute Plats and Documents Related to the Development of the District's Improvements**

Ms. Burns stated Osceola County is one that requires this in order for the plats to be recorded.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Resolution 2022-30 Granting the Chairperson and Vice Chairperson Authority to Execute Plats and Documents Related to the Development of the District's Improvements, was approved.

**B. Consideration of Resolution 2022-31 Direct Purchase Resolution**

Ms. Burns noted this allows the District to directly purchase construction materials since we are tax exempt. She added this is in the packet and names the District Engineer or the District manager as the purchasing agent.

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On MOTION by Mr. Walsh, seconded by Mr. Andrade, with all in favor, Resolution 2022-31 Direct Purchase Resolution, was approved.

**C. Staff Reports**

**i. Attorney**

Ms. Hammock stated she did not have anything further.

**ii. Manager**

Ms. Burns noted she had nothing further.

**D. Supervisors Requests**

There being none, the next item followed.

**E. Approval of Funding Request No. 1**

Ms. Burns noted this request is in the package for review, and that this was the initial \$20,000 to open the account.

On MOTION by Mr. Andrade, seconded by Mr. Parkinson, with all in favor, Funding Request No. 1, was approved.

**NINTH ORDER OF BUSINESS**

**Adjournment**

On MOTION by Mr. Andrade, seconded by Mr. Shenefield, with all in favor, the meeting was adjourned.

*Jill Burns*

Secretary/Assistant Secretary

*Brian Walsh*

Chairman/Vice Chairman