

**MINUTES OF MEETING
LT RANCH
COMMUNITY DEVELOPMENT DISTRICT**

The Regular Meeting of the Board of Supervisors of the LT Ranch Community Development District was held on Tuesday, April 9, 2024, at 1:00 P.M. at the offices of Taylor Morrison, 551 Cattlemen Road, Suite 200, Sarasota Florida 34232.

Present and constituting a quorum:

John Wollard	Chairperson
Christy Zelaya	Assistant Secretary
Scott Turner	Assistant Secretary
Karen Goldstein	Assistant Secretary

Absent:

Christian Cotter	Assistant Secretary
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Also present were:

James P. Ward	District Manager
Jere Earlywine	District Attorney
Ben Steets	Grau and Associates

Audience:

Timothy Hammond
Merrill S.
Mary K.
Jonathan B.
Sandy O.

All residents' names were not included with the minutes. If a resident did not identify themselves or the audio file did not pick up the name, the name was not recorded in these minutes.

PORTIONS OF THIS MEETING WERE TRANSCRIBED VERBATIM. ALL VERBATIM PORTIONS WERE TRANSCRIBED IN *ITALICS*.

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. James P. Ward called the meeting to order at approximately 1:00 p.m. He conducted roll call; all Members of the Board were present, with the exception of Supervisor Cotter, constituting a quorum.

SECOND ORDER OF BUSINESS

Consideration of Minutes

November 14, 2023 – Regular Meeting Minutes

Mr. Ward asked if there were any corrections or deletions to the Minutes; hearing none, he called for a motion.

On MOTION made by John Wollard, seconded by Karen Goldstein, and with all in favor, the September 19, 2023 Regular Meeting Minutes were approved.

Mr. Ward indicated the audience members present would be given opportunities to comment and ask questions during the meeting regarding the various agenda items and at the end of the meeting the audience members would be given an opportunity to discuss anything which was not included in the agenda.

THIRD ORDER OF BUSINESS

Consideration of Audited Financial Statements

Consideration of the Acceptance of the Audited Financial Statements for the Fiscal Year ended September 30, 2023

Mr. Ward introduced Mr. Ben Steets with Grau and Associates.

Mr. Ben Steets with Grau and Associates indicated this audit was performed in accordance with the standards set by the Florida Auditor General and the generally accepted auditing standards. He declared the auditor’s opinion was clean, which meant Grau and Associates believed the financial statements were fairly presented in accordance with generally accepted accounting principles (GAP). He stated there were no instances of noncompliance with Florida Statutes and there were no findings. He concluded the District was in compliance, Grau issued a clean opinion, and there were no findings.

On MOTION made by John Wollard, seconded by Scott Turner, and with all in favor, Audited Financial Statements for the Fiscal Year ended September 30, 2023 were accepted.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2024-4

Consideration of Resolution 2024-4, a Resolution of the Board of Supervisors Reaffirming, Restating and Re-Establishing the District’s Adoption of an Electronic Records Policy and a Policy on the use of Electronic Signatures; addressing severability, conflicts and an effective date

Mr. Ward stated Resolution 2024-4 updated the District’s electronic records policy to bring it into alignment with some minor changes to State Statute. He asked if there were any questions from the Board or audience; hearing none, he called for a motion.

On MOTION made by John Wollard, seconded by Christy Zelaya, and with all in favor, Resolution 2024-4 was adopted, and the Chair was authorized to sign.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2024-5

Consideration of Resolution 2024-5, a Resolution of the Board of Supervisors Designating the firm of Holland & Knight LLP as Bond Counsel; Providing for severability and invalid provisions; providing for conflict and providing for an effective date

Mr. Ward: Items 5, 6 and 7 are all tied together. The first one is Resolution 2024-5 which designates the firm of Holland & Knight as Bond Counsel for the purposes of issuing your Series 2024 Bonds that we will discuss in a few moments. This is the final series of bonds that you will do. The individual that is representing Holland & Knight is Denise Ganz. She has been with us since the inception of this District. She has recently changed firms to Holland & Knight, so all we are doing is reappointing the same individual. He asked if there were any questions from the Board or audience; hearing none, he called for a motion.

On MOTION made by John Wollard, seconded by Karen Goldstein, and with all in favor, Resolution 2024-5 was adopted, and the Chair was authorized to sign.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2024-6

Consideration of Resolution 2024-6, a Resolution of the LT Ranch Community Development District Authorizing The Issuance Of Not Exceeding \$10,000,000 in aggregate principal amount of its Capital Improvement Revenue Bonds, Series 2024 (Phase IIB Assessment Area) to finance a portion of a series project consisting of certain Public Infrastructure and Facilities benefiting District Lands, funding necessary reserves for the Series 2024 Bonds and paying Costs of Issuance of the Series 2024 Bonds; Approving a Fourth Supplemental Indenture in connection with the Series 2024 Bonds and authorizing the execution thereof; ratifying the appointment of a Trustee, Paying Agent and Bond Registrar for the Series 2024 Bonds; Providing for redemption of the Series 2024 Bonds; Authorizing the application of the proceeds of the Series 2024 Bonds; Approving The Form, and Authorizing Execution, of a Bond Purchase Contract providing for the negotiated sale of the Series 2024 Bonds; Delegating to the Chairperson or Vice-Chairperson, or in their absence any member of the Board Of Supervisors, The Authority to award the Series 2024 Bonds within the parameters specified herein; approving the form, and authorizing the use, of a Preliminary Limited Offering Memorandum for the Series 2024 Bonds; Approving the distribution of a Final Limited Offering Memorandum for the Series 2024 Bonds and the execution thereof; approving the form, and authorizing execution, of a Continuing Disclosure Agreement for the Series 2024 Bonds; authorizing preparation of Preliminary and Final Supplemental Assessment Methodology Reports and the use of such reports and the Supplemental Engineer’s Report described herein in the Preliminary Limited Offering Memorandum and Final Limited Offering Memorandum, as applicable; providing for miscellaneous matters and authority; providing for severability; and providing an effective date

Mr. Ward explained this Resolution financed the improvements related to the final phase, phase 2B, 196 units for which the infrastructure was primarily completed. He asked Ms. Denise Ganz to review the Resolution.

Ms. Denise Ganz explained this Resolution put into place the authorization for the District’s finance team to move forward to accomplish the issuance of the last series of bonds to complete the funding of the public CIP. She explained as part of this, a Master Trust Indenture was executed in 2019 and now the Trust Indenture would be supplemented to provide for the issuance of the 2024 Bonds which would be payable from assessments levied in a portion of the District referenced as Phase 2B. She noted this Resolution approved the execution and delivery of a fourth supplemental trust indenture, ratified the appointment of US Bank, the trust company, as the successor trustee under the Indenture which would ultimately set forth the terms and conditions of the bonds. She stated the Resolution authorized the financing of the Series 2024 project which was described in the Engineer’s Report, authorized the issuance of the bonds, and provided for the application of the proceeds of the bonds as set forth in the Indenture, authorized the negotiated sale of the bonds, and approved the form of the Bond Purchase Agreement. She discussed the forms approved through the Resolution including a Preliminary Limited Offering Memorandum, the Continuing Disclosure Agreement, the Supplemental Assessment Report, Final Limited Offering Memorandum, as well as the Supplemental Engineering Report, and a General Miscellaneous Authorization.

Mr. Ward explained these bonds would not affect any existing bond issues in place, or any homes which have been sold at this point. He explained these bonds were for a new development phase for the District. He asked if there were any questions from the Board or the audience.

Mr. _____ 11:24: The area you are talking about is an extension off of what was currently there that they are trying to build out right now. Is that correct?

Mr. _____ 11:34: It's the new area that just recently was asphalted.

Mr. _____ 11:49: Does it involve Lorraine Road at all?

Mr. _____ 11:50: Lorraine Road wouldn't be included. It's just the lots that we control, but it would be the lots adjacent to Lorraine Road, just west of the models.

Mr. _____ 12:00: So, Lorraine Road isn't part of the CDD at all?

Mr. _____ 12:02: Not a part of the bond issuance.

On MOTION made by John Wollard, seconded by Scott Turner, and with all in favor, Resolution 2024-6 was adopted, and the Chair was authorized to sign.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2024-7

Consideration of Resolution 2024-7, a Resolution setting forth the specific terms of the District’s Special Assessment Revenue Bonds, Series 2024 (Phase IIB Assessment Area); making certain additional findings and confirming and/or adopting an Engineer’s Report and a Supplemental Assessment Report; Delegating authority to prepare final reports and update this Resolution; Confirming the maximum Assessment Lien securing the Bonds; Addressing the allocation and collection of the Assessments securing the Bonds; Addressing prepayments; addressing True-Up

payments; Providing for the Supplementation of the Improvement Lien book; and providing for conflicts, severability and an effective date

Mr. Ward asked Mr. Earlywine to review this Resolution.

Mr. Jere Earlywine explained Resolution 2024-7 delegated authority with respect to the assessments. He explained the bonds would be priced, and then would close; in the meantime, the assessments which were levied over the new area would only be paid by the residents in the new area. He stated the assessments needed to be lined up with the bonds issued, so as soon as the bonds were priced, the assessments, by virtue of this Resolution would be set forth in the attachment to the Resolution and in line with the final pricing. He stated the Resolution adopted the Preliminary Special Assessment Methodology, the Supplemental Engineer’s Report, and authorized Staff to update these reports once final pricing was obtained. He stated Section 5 addressed the allocation and collection of the assessments, Section 7 addressed prepayment, Section 8 incorporated the True Up payment proceedings, and the balance of the proceedings were administrative.

Mr. Ward asked if there were any questions from the Board or Audience; hearing none, he called for a motion.

On MOTION made by John Wollard, seconded by Christy Zelaya, and with all in favor, Resolution 2024-7 was adopted, and the Chair was authorized to sign.

EIGHTH ORDER OF BUSINESS

Consideration of Resolution 2024-8

Consideration of Resolution 2024-8, a Resolution of the Board of Supervisors of the LT Ranch Community Development District Approving the conveyance of certain Real Property to Sarasota County; Approving the deed; and addressing severability, conflicts, and an effective date

Mr. Ward stated Resolution 2024-8 approved conveyance of certain real estate properties and assets to the District which previously were funded from other bond issues. He noted these included land transfers for access easements along some of the public roadways within the community, outside of the gated area.

Mr. Earlywine concurred. He stated this was ratification of prior deeds and such.

Mr. Ward asked if there were any questions.

Mr. ____ 16:28: The property that you are reconveying to the County is property that’s already been purchased and then paid for, and you are giving back to the County. Is that correct?

Mr. Ward: No. This is private – I call it public roadways. You have a few roads outside of your gated area.

Mr. Wollard: Anything leading up to the gates is considered public. Anything inside the gates is considered private.

Mr. Earlywine: The Lorraine Road improvements done out there, there's a new Lorraine Road extension, Taylor Morrison basically is footing the bill for that. There are some maintenance responsibilities along Lorraine, but that's about the extent of the Lorraine Road improvements, for the extension anyway.

Mr. Ward: These conveyances simply transfer the balance of the right-of-way to the CDD. It doesn't go anywhere else, and they haven't been paid for by anyone else.

On MOTION made by John Wollard, seconded by Scott Turner, and with all in favor, Resolution 2024-8 was adopted, and the Chair was authorized to sign.

Mr. Ward: I am going to have to add a Resolution to your agenda. We will call it 2024-9. There are two professional members of the team, Denise's Firm was one of them, and MBS Capital Markets which have done your bond issues for the 2019 Series, and the 2022 Series, and is working on the 2024 Series. We retained them in 2019. Every time they do a bond issue we do a new retainer agreement for that specific bond issue. I will ask that you approve in form Resolution 2024-9 which will essentially mirror the one we did earlier for Denise's firm but would use MBS Capital Markets as the Firm for the District, retaining for the purposes of the Series 2024 Bonds. All of the disclosures, the conflicts of interest, and their scope of service, are consistent with what we did for the 2019 and 2022 bonds. He asked if there were any questions from the Board or the audience; hearing none, he called for a motion.

On MOTION made by John Wollard, seconded by Karen Goldstein, and with all in favor, Resolution 2024-9 was adopted, and the Chair was authorized to sign.

NINTH ORDER OF BUSINESS

Staff Reports

I. District Attorney

a) New performance requirements for CDDs

Mr. Earlywine: We are working on some project completion related items. I think we've already covered the new ethics requirements. There are also some new government accountability reporting requirements that will be coming out of the current legislative session. It's just some additional tracking and reporting for the District. We are just focused on getting the bonds issued right now and then working on project completion for the next couple of months on the parts of the project that have been done.

II. District Engineer

No report.

III. District Asset Manager

a) Field Managers Report February 1, 2024

b) Field Managers Report March 1, 2024

No report.

IV. District Manager

- a) Florida law changes for Form 1 filings
- b) Important Board Meeting Dates for Balance of Fiscal Year 2024
 - i. Candidate Qualifying period: June 10 through June 14, 2024 (Seats 4 & 5)
 - ii. Proposed Public Hearings – Approval of Budget Fiscal Year 2025, July 9, 2024
 - iii. Last Landowners Election – November 12, 2024 (Seat 3)
- c) Financial Statement for period ending January 31, 2024 (unaudited)
- d) Financial Statement for period ending February 29, 2024 (unaudited)
- e) Financial Statement for period ending March 31, 2024 (unaudited)

Mr. Ward: I know we've gone over this before, just remember your Form 1 filings are all electronic this year on the State's ethics website. We have sent you the link for the website. Your names have already been inserted in there. You will get emails from them directly. You must file your Form 1 by July of this year. Remember you do not have ethics training required for the Form 1 that's due July 1. The July 1 Form 1 is for calendar year 2023. The form becomes late as of September 30 of this year. After that date you will begin to accrue a \$50 dollar per day fine from the Ethics Commission from lack of filing. You can accrue up to \$1,500 dollars so I would strongly encourage you to do that. We will again send you the links for the ethics training. There is 2 hours of ethics training, 1 hour of Sunshine Law, and 1 hour of public records. You must do the training this year for the Form 1 that you file July 1, 2025. It's pretty easy. We'll send you the links again. Just make sure you do it and make sure you check the box on next year's form.

TENTH ORDER OF BUSINESS

Supervisor's Requests and Audience Comments

Mr. Ward asked if there were any supervisor's requests; there were none. He asked if there were any audience members present in person or by audio or video with any questions or comments.

Mr. _____ 23:14: We have been walking on the trails, and it would help if we had markers on the trails for which direction to take for what part of the trail you are going to. For example, if you come to a "Y" you don't know what's to the left and what's to the right. There are multiple things like that. It would help to know where to go. The second item is it would be nice to have some benches placed periodically along the trail. Not everybody is able to walk the entire 27 miles. In terms of Lorraine Road, I think there's a lot of confusion about what the CDD is responsible for and what's going to happen with that and then the new development that's going in there with the HHH Ranch. They are going to make that now a 4 lane road and Clark is going to become eventually a 6 lane road, and the roundabout is going to disappear. Will the HHH Ranch participate in paying for all of those revisions or not?

Mr. Wollard: We, Taylor Morrison and the CDD, have an agreement with Sarasota County to widen Lorraine road, to take it from the 2 lane configuration to a 4 lane configuration. The two additional lanes are put in the inside of the median, so some of the sod in the landscape beds will get pulled out and two extra lanes will go in. Taylor Morrison is the cashflow cow through the conduit of the CDD. So, Taylor Morrison is in essence going to pay for it, convey it to the CDD, the CDD then conveys it to the County, and the County in turn gives the CDD back mobility fee credits and then the CDD in turn returns those

back to Taylor Morrison. Impact fee credits are basically applied on a permit by permit basis, so every home that we submit a building permit for, there is roughly \$4,000 to \$5,000 dollars of roadway impacts that are assigned to every permit, so we just have this bucket of \$2 million dollars of credits that we will apply for as we go.

Mr. Earlywine: The one thing I would add, the reason the County wanted the CDD involved is they wanted the CDD to do the construction, so the CDD will actually be the owner for purposes of bidding out the contract and running the construction, but Taylor Morrison is footing the entire bill, so any impact fee credits would go back to Taylor Morrison. The CDD is not spending anything on the project. It was a County request. I think they liked the idea of having a government entity do the construction.

Mr. _____26:40: So, HHH Ranch has no part even though they are going to be using that road?

Mr. Wollard: No. They are not participating in the widening project. Neal Communities, who is processing the rezone that's going through planning commission has a CDD, Sarasota Lakes CDD. They also have an agreement going further south of Sky Ranch Lorraine is going to continue and it goes through a few different landowner's parcels, so each of their CDDs have separate agreements which I can't talk to because I don't know the details, but they have separate agreements with the CDD. So, there is some participation, but in the segment that were talking about, the four lanes adjacent to Sky Ranch, there is no participation from HHH.

Mr. _____27:12: What about the School District because they're using the roads there. Are they paying for any portion of the improvements?

Mr. Wollard: Not necessarily paying for the widening. Again, the County is basically asking Taylor Morrison to do these improvements and in return we are getting paid back for it, dollar for dollar. We are not spending anything extra or passing any costs through to residents. I know that the County has a couple of different connections they are making to Lorraine Road, so they are paying for those connections they are making, as well as some turn lanes that they have to cut in to make the left turn out of the school onto Lorraine Road northbound.

Ms. Sandy O.: I was wondering if there were any drawings or pictures available on this Lorraine Road. It looks like in some areas, when you add two lanes that all that landscaping in the middle will be gone. I'm just trying to get my head around what it's going to look like once that widening is done.

Mr. Wollard: We have civil engineering plans that are not very fun to look at. Let me think of the best way to show you. There will be in certain cases where the two lane condition is turning to a four lane condition but there is also a turn lane added to that where the median gets very narrow, some of the landscaping will go away, but those are very limited scenarios where you have a turn lane going into Sky Ranch off of Lorraine. Let me find out the dimensions once the two lanes are added and that will help clarify how much landscape is remaining in the median.

Ms. Sandy O.: I have some financial questions. The first was about the insurance line item. I know when the budget was done originally at the meeting it was thought there was lots of cushion in it and it looked pretty good, but the insurance has a \$10,000 dollar budget, and in the first month there is a \$68,000 dollar expense.

Mr. Ward: Correct. The insurance premium – this has occurred in a number of my Districts along the west coast – primarily it's because all of the assets that were added last year have come online for purposes of insurance and was 90% of the driver for the cost of the insurance cost going up for Fiscal Year 2024 that we are in. Some of the cost increase is due to the fact that the number of hurricanes that have hit the west coast of Florida has affected some of the premiums that we are experiencing. I do not expect that number to change much going into the 2025 budget year. It should remain relatively constant based on adding all of the assets in the current year we are in.

Mr. Sandy O.: There is also a line item for reserves that has a budget of \$250,000 dollars, but nothing so far in the current half year.

Mr. Ward: The reserve is budgeted as a line item to build funds to be able to fund any expenses associated with any hurricane damage. Over the last couple of years all of the damage that was done by hurricanes the District did not have any money to fund that. That was all funded by Taylor Morrison. They did not ask for that money to be returned to them. It was a significant amount of money, so we are starting in 2024 to build a reserve. I anticipate that to go to \$1 million dollars over the next couple of years. The \$250,000 dollars in the current year has been funded by Taylor Morrison.

Ms. Sandy O.: There is nothing there for any expense. There won't be anything there?

Mr. Ward: No. In a government the way we build a reserve is we budget for it and assess for it. In this particular instance we build it into the budget. At the end of the year, we will have a quarter of a million dollars left over, and that will just appear as a reserve for the following years. He asked if there were any other questions; there were none.

ELEVENTH ORDER OF BUSINESS

Adjournment

Mr. Ward adjourned the meeting at approximately 1:35 p.m.

On MOTION made by John Wollard, seconded by Christy Zelaya, and with all in favor, the meeting was adjourned.

LT Ranch Community Development District



James P. Ward, Secretary



John Wollard, Chairperson