

**MINUTES OF MEETING
ARTISAN LAKES EAST
COMMUNITY DEVELOPMENT DISTRICT**

The Regular Meeting of the Board of Supervisors of the Artisan Lakes East Community Development District was held on Thursday, May 6, 2021 at 4:00 P.M., at the Artisan Lakes Clubhouse, 4725 Los Robles Court, Palmetto, Florida 34221.

Present and constituting a quorum:

Travis Stagnitta	Chairperson
Robert Lee	Vice Chairperson
JD Humpherys	Assistant Secretary

Also present were:

James P. Ward	District Manager
Wes Haber	District Counsel
Victor Barbosa	District Engineer
Denise Ganz	Bond Counsel

Audience:

Brett Sealy	MBS Capital Markets
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All resident's 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

District Manager James P. Ward called the meeting to order at approximately 4:08 p.m. He called roll and all Members of the Board were present, save Supervisor Lee and Supervisor Gardner, constituting a quorum.

SECOND ORDER OF BUSINESS

Consideration to fill Seat 4

Consideration to fill Seat 4, Formerly Ms. Jennifer Gardner whose resignation took effect April 1, 2021

- I. Appointment of Individual to fill Seat 4, whose term is set to expire November 2022**
- II. Oath of Office**
- III. Guide to the Sunshine Law and Code of Ethics for Public Employees**
- IV. Form 1 – Statement of Financial Interests**

Mr. Ward: On my way here, I also received an email which I will read into the record, dated today, from Cheri Bass. It says "Please accept my resignation from the Artisan Lakes East CDD. Thank you for the opportunity to serve on the Board..." etc. I will ask that the first thing you do is accept Supervisor Bass's resignation into the record.

On MOTION made by Mr. Travis Stagnitta, seconded by Mr. JD Humpherys, and with all in favor, Ms. Cheri Bass's Letter of Resignation was accepted into the record.

Mr. Ward: For both of these seats I will go over this with you. The Statute basically says the remaining members of the Board can fill the seats with two individuals to fill the terms of office. Jennifer's seat is through November 2022, as is Cheri Bass's seat. You may do this by simple motion and second. He asked the Board to discuss.

Discussion ensued regarding nominations: Jason Ford and Gabriella Pelleova.

On MOTION made by Mr. Travis Stagnitta, seconded by Mr. Robert Lee, and with all in favor, Mr. Jason Ford and Ms. Gabriella Pelleova were appointed to fill Seat 3 and Seat 4 respectively.

Mr. Ward indicated he would swear in Mr. Ford and Ms. Pelleova prior to the next Board Meeting.

THIRD ORDER OF BUSINESS

Consideration of Resolution 2021-5

Consideration of Resolution 2021-5, Re-Designation of the Officers of the District

Mr. Ward asked how the Board would like to re-designate the Officers of the District.

The Board nominated Robert Lee to serve as Vice Chairperson. It was agreed Mr. Travis Stagnitta would serve as Chairperson, Robert Lee would serve as Vice Chairperson, and Mr. JD Humpherys would serve as Assistant Secretaries, with Mr. Jason Ford and Gabriella Palova would serve as Assistant Secretaries.

On MOTION made by Mr. Travis Stagnitta, seconded by Mr. JD Humpherys, and with all in favor, Resolution 2021-5 was adopted as above, and the Chair was authorized to sign.

FOURTH ORDER OF BUSINESS

Consideration of Minutes

March 4, 2021 – Regular Meeting Minutes

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

On MOTION made by Mr. Robert Lee, seconded by Mr. JD Humpherys, and with all in favor, the March 4, 2021 Regular Meeting Minutes were approved.

FIFTH ORDER OF BUSINESS

PUBLIC HEARINGS

Mr. Ward explained the public hearing process including public comment, Board discussion and vote.

a. PUBLIC HEARING – FISCAL YEAR 2022 BUDGET

I. Public Comment and Testimony

Mr. Ward called for a motion to open the Public Hearing.

On MOTION made by Mr. Robert Lee, seconded by Mr. JD Humpherys, and with all in favor, the Public Hearing was opened.

Mr. Ward asked if there were any public comments or questions with respect to the Fiscal Year 2022 Budget; hearing none, he called for a motion to close the public hearing. He noted there were no members of the public present in person.

On MOTION made by Mr. Travis Stagnitta, seconded by Mr. JD Humpherys, and with all in favor, the Public Hearing was closed.

II. Board Comment

Mr. Ward asked if there were any Board comments or questions; there were none.

III. Consideration of Resolution 2021-6 adopting the annual appropriation and Budget for Fiscal Year 2022

Mr. Ward called for a motion for Resolution 2021-6 relating to the annual appropriations, adopting the Budget for the Fiscal Year beginning October 1, 2021 and ending September 30, 2022.

On MOTION made by Mr. JD Humpherys, seconded by Mr. Travis Stagnitta, and with all in favor, Resolution 2021-6 was adopted, and the Chair was authorized to sign.

b. FISCAL YEAR 2022 IMPOSING SPECIAL ASSESSMENTS; ADOPTING AN ASSESSMENT ROLL AND APPROVING THE GENERAL FUND SPECIAL ASSESSMENT METHODOLOGY

Mr. Ward indicated this public hearing was related to the imposition of the special assessments for the general fund, certification of an assessment roll, and approval of the special assessment methodology for the District. He explained this set the levy for assessments for the general fund for

the coming year at \$97.42 dollars per unit per year for this District, approved the methodology to levy the units in the District equally, and provided for the method to certify the assessment roll to the Property Appraiser and Tax Collector.

I. Public Comment and Testimony

Mr. Ward called for a motion to open the Public Hearing.

On MOTION made by Mr. JD Humpherys, seconded by Mr. Robert Lee, and with all in favor, the Public Hearing was opened.

Mr. Ward asked if there were any public comments or questions; hearing none, he called for a motion to close the Public Hearing.

On MOTION made by Mr. JD Humpherys, seconded by Mr. Travis Stagnitta, and with all in favor, the Public Hearing was closed.

II. Board Comment

Mr. Ward asked if there were any questions; hearing none, he called for a motion.

III. Consideration of Resolution 2021-7 imposing special assessments, adopting an assessment roll, and approving the general fund special assessment methodology

On MOTION made by Mr. Travis Stagnitta, seconded by Mr. JD Humpherys, and with all in favor, Resolution 2021-7 was adopted, and the Chair was authorized to sign.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2021-8

Consideration of Resolution 2021-8 designating dates, time, and location for regular meeting of the Board of Supervisor’s for Fiscal Year 2022

Mr. Ward indicated the Meetings were scheduled for the first Thursday of every month at 3:30 p.m. at the Artisan Lakes Clubhouse, 4725 Los Robles Court, Palmetto, Florida 34221. He stated this time could be changed to 3:45 p.m. if appropriate.

Discussion ensued regarding changing the meeting time. It was decided to hold meetings at 4:00 p.m.

On MOTION made by Mr. Robert Lee, seconded by Mr. Travis Stagnitta, and with all in favor, Resolution 2021-8 was adopted as amended, and the Chair was authorized to sign.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2021-9

Consideration of Resolution 2021-9, a Resolution of the Artisan Lakes East Community Development District authorizing the issuance of its Bonds in one series in the aggregate principal amount of not exceeding \$13,000,000 to be designated as Capital Improvement Revenue Bonds, Series 2021-1 and Capital Improvement Revenue Bonds, Series 2021-2 to finance all or a portion of the cost of a series project consisting of certain public infrastructure and facilities benefiting certain District lands, paying capitalized interest on the Series 2021 Bonds, funding the Series 2021-1 reserve account for the Series 2021-1 Bonds, funding the Series 2021-2 reserve account for the Series 2021-2 Bonds, and paying costs of issuance of the Series 2021 Bonds; approving a Second Supplemental Indenture in connection with the Series 2021 Bonds and authorizing the execution thereof; ratifying the appointment of a Trustee, Paying Agent and Bond Registrar for the Series 2021 Bonds; providing for redemption of the Series 2021 Bonds; authorizing the application of the proceeds of the Series 2021 Bonds; approving the form, and authorizing execution, of a Bond Purchase Contract providing for the negotiated sale of the Series 2021 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 2021 Bonds within the parameters specified herein; approving the form, and authorizing the use, of a Preliminary Limited Offering Memorandum for the Series 2021 Bonds; approving the distribution of a Final Limited Offering Memorandum for the Series 2021 Bonds and the execution thereof; approving the form, and authorizing execution, of a continuing disclosure agreement

Mr. Ward introduced Denise Ganz who would discuss Resolution 2021-9.

Ms. Denise Ganz: Basically, what this resolution does is put in place the authorization we need to move forward with closing a bond issue. We are going to shoot for June closing. It's going to be two series of bonds; the aggregate principal amount won't exceed \$13 million dollars. Once we go through this, if you adopt this resolution today, then MBS Capital Markets, Brett Sealy is here from there, the underwriter will be able to move forward with marketing the bonds. The only thing we would do is come back to the Board before the bond closing and after the details of the bonds are set and the bonds have been sold by the District to MBS to do a supplemental assessment resolution that will reflect the final details of the bonds and the assessments that have to be levied in connection with those bonds and Wes will bring some documents for approval that are ancillary arrangements that need to be signed by the developer and the District which will be very similar to the ones that were signed in the first bond issue this District did in 2018. So, this resolution authorizes those bonds that I just mentioned in an amount not to exceed \$13 million dollars, approves a form of a supplemental trust indenture that basically will have all of those details from a bond perspective, and will supplement the Master Trust Indenture that was executed back in 2018 and these bonds were also validated at that time, the overall bond issue was, so these bonds were part of what was validated judicially. It authorizes the application of the proceeds of the bonds including to fund the project that is going to be described in a supplemental Engineer's Report which is authorized to be prepared in this resolution. Waldrop has put together a supplement to their Master Report that was done in 2018 that describes the projects that are eligible to be financed from this series of bonds in 2021. There is going to be a funding of the two reserve subaccounts that we have created, and we will be paying capitalized interest, as well as paying cost of issuance. We approve a form of that indenture substantially in the form that is attached, and authorize the execution, and we also provide for certain parameters so we can go forward to market these bonds within the general parameters that you have set which includes the maximum amount, as well as matters related to such things as the final maturity of the bonds, the interest rate, the redemption provisions and so on. It also approves a form of preliminary limited offering memorandum. It is going to be revised slightly to reflect comments that I have given in other circumstances that have arisen, but it's in a form that's attached that's going to be

used by MBS to market the bonds and then it authorizes the preparation of a final offering memorandum that will reflect the details of the bonds once they are priced. It authorizes a continued disclosure agreement that is required by applicable SEC rules to provide secondary market disclosure on an ongoing basis. It's very similar to one that was signed in 2018, and it makes the findings it needs to about the need to make a negotiated sale of these bonds to MBS and it provides for other miscellaneous authority, including the preparation of a supplemental assessment report that Jim is working on to supplement his Master Assessment Report in connection with these bonds, and it authorizes the project as well.

Mr. Ward asked if there were any questions; hearing none, he called for a motion.

On MOTION made by Mr. Robert Lee, seconded by Mr. JD Humpherys, and with all in favor, Resolution 2021-9 was adopted, and the Chair was authorized to sign.

Mr. Ward thanked Ms. Denise Ganz.

EIGHTH ORDER OF BUSINESS

Consideration of Letter

Consideration of Engagement letter from Greenspoon Marder to serve as Bond Counsel for the Districts issuance of its Series 2021 Bonds

Mr. Ward: The agreement basically spells out our fee structure which is consistent with what we have paid on prior issues here in Artisan Lakes East and I can tell you it is consistent with what Bond Counsels charge around the State for purposes of doing bond issues. He asked if there were any questions; hearing none, he called for a motion.

On MOTION made by Mr. Travis Stagnitta, seconded by Mr. JD Humpherys, and with all in favor, the Engagement Letter with Greenspoon Marder was adopted, and the Chair was authorized to sign.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2021-10

Consideration of Resolution 2021-10, a Resolution of the Board of Supervisors of the Artisan Lakes East Community Development District ratifying, confirming, and approving the execution of the Plat for Artisan Lakes Eaves Bend, Phase II, Subphases A, B, & C

Mr. Ward asked District Engineer Victor Barbosa to review Resolution 2021-10.

Mr. Victor Barbosa: Artisan Lakes Eaves Bend, Phase II, Subphases A, B and C is 351 units. The plat was previously recorded. He discussed the location of the Subphases.

Mr. ward: This is just a confirming resolution because we have a resolution in place that authorizes the Chair to do that prior to today, so we just put it in record that that has been done. He asked if there were any questions; hearing none, he called for a motion.

On MOTION made by Mr. JD Humpherys, seconded by Mr. Robert Lee, and with all in favor, Resolution 2021-10 was adopted, and the Chair was authorized to sign.

TENTH ORDER OF BUSINESS

Consider Resolution 2021-11

Consideration of Resolution 2021-11, a Resolution of the Board of Supervisors of the Artisan Lakes East Community Development District directing the Chairman and District Staff to file a petition with Manatee County, Florida, requesting the passage of an Ordinance amending the District’s Boundaries, and authorizing such other actions as are necessary in furtherance of the Boundary Amendment process, authorizing a funding agreement

Mr. Ward: Generally, what is happening, the boundaries of the District, in a part of the District where Heritage Park is located, is inconsistent with the land use plan. We have some of those lots, about 21 lots, either partially within the boundaries of the District or mostly outside of our boundaries and inside of Artisan Lakes boundaries. All of these lots are within both CDDs at this point in time. What we are doing is amending the boundaries of the Artisan Lakes East District, and we also have approved a resolution at the Artisan Lakes CDD Board to do the same thing to amend their boundaries, so they are now consistent with what the development plan for Artisan Lakes looks like.

Mr. Barbosa discussed the location of these lots on the map.

Mr. Ward asked if there were any questions; hearing none, he called for a motion.

On MOTION made by Mr. JD Humpherys, seconded by Mr. Robert Lee, and with all in favor, Resolution 2021-11 was adopted, and the Chair was authorized to sign.

ELEVENTH ORDER OF BUSINESS

Staff Reports

I. District Attorney

Mr. Wes Haber: We will be filing a petition with the County for the boundary amendment that was just approved. In connection with the bonds you just authorized, those lots are ultimately going to secure those bonds, but because they are not within the boundaries of the District, they are not yet being assessed, so a part of the overall transaction is to bring those into the District and we will hold a separate public hearing to levy assessments on those lots to secure the bonds that are being issued with the understanding that the bonds are going to be issued before that boundary amendment takes place. I just wanted to relate the two topics which the Board has reviewed.

II. District Engineer

No report.

III. District Manager

- a. **Report Number of Registered Voters as of April 15, 2021**
- b. **Financial Statement for period ending February 28, 2021 (unaudited)**
- c. **Financial Statement for period ending March 31, 2021 (unaudited)**

Mr. Ward: The only item I had was to advise you of the number of registered voters within the District. This is a requirement by Statute where the Supervisor of Elections provides this information to you as of April 15th of each year. It becomes significant when you hit two thresholds. One is 250 qualified electors, and second is six years from the date of adoption of the Ordinance establishing the District. The District was established in August 28, 2018, so in 2025 or so would be the first date we can transition pursuant to that threshold. There are 425 registered voters within the District, so you have met that threshold. As soon as we hit that sixth year then we will begin the transition on the next election cycle. So, in November of 2024 will be our date we have our first election for two or three members of the Board, depending on how they fall out. Two members of the board would then transition to qualified electors. There is no action required by the Board, it is just provided to you as a matter of law.

TWELFTH ORDER OF BUSINESS

Audience Comments and Supervisor’s Requests

Mr. Ward if there were any Supervisor’s requests; there were none. He asked if there were any audience comments or questions; there were none.

THIRTEENTH ORDER OF BUSINESS

Adjournment

Mr. Ward adjourned the Meeting at approximately 4:33 p.m.

On MOTION made by Mr. JD Humpherys, seconded by Mr. Travis Stagnitta, and with all in favor, the meeting was adjourned.

**Artisan Lakes East
Community Development District**


James P. Ward, Secretary


Travis Stagnitta, Chairperson