

**MINUTES OF MEETING
ESPLANADE LAKE CLUB
COMMUNITY DEVELOPMENT DISTRICT**

The Regular Meeting of the Board of Supervisors of the Esplanade Lake Club Community Development District was held on Thursday, November 8, 2018 at 4:00 p.m. at Waldrop Engineering, 28100 Bonita Grande Drive, Suite 304, Bonita Springs, Florida 34135

Present and constituting a quorum:

John Wollard	Chairperson
Adam Painter	Vice Chairperson
Tom Buckley	Assistant Secretary
Andrew Miller	Assistant Secretary

Absent:

Jason Besse	Assistant Secretary
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Also present were:

James P. Ward	District Manager
Jere Earlywine	District Counsel
Jeremy Fireline	District Engineer

Audience:

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.

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

District Manager James P. Ward called the Meeting to order at approximately 4:12 p.m. and all members were present at roll call except Supervisor Jason Besse.

Mr. Ward noted on September 27, 2018 the business on today's Agenda was conducted at an Organizational Meeting. He stated subsequent to the Meeting on September 27, 2018 it was discovered Mr. Keith Norton, who was elected at the Landowner's Meeting, was not a Citizen of the United States of America; therefore, the business conducted on September 27, 2018 at the Organizational Meeting was invalid. He noted Mr. Norton submitted his letter of resignation. He explained today's Meeting was an exact replica of the September 27, 2018 Meeting.

ORGANIZATIONAL MATTERS FOR THE DISTRICT

SECOND ORDER OF BUSINESS

Resignation of Mr. Keith Norton

Consideration of acceptance of the resignation of Mr. Keith Norton from Seat 3 effective October 12, 2018 and the appointment to fill the vacancy in seat three (3).

- I. Acceptance of Resignation of Mr. Norton.**
- II. Consideration of Appointment to fill the unexpired term of office for Seat 3.**
- III. Oath of Office.**
- IV. Guide to the Sunshine Law and Code of Ethics for Public Employees.**
- V. Form 1 – Statement of Financial Interests.**

He noted no motion was needed to accept the Resignation of Mr. Norton as he was not a Citizen of the United States; however, the unexpired term of office for Seat 3 needed to be filled.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Mr. Andrew Miller was appointed to fill the unexpired term of office for Seat 3.

Mr. Ward, as a Notary Public, administered the Oath of Office to all Members of the Board present. He asked the Members of the Board to sign the Oath of Office and return the signed Oath to him. He indicated the Board Members were required to fill out the Form 1 Statement of Financial Interests and return said form to the Supervisor of Elections in the Board Member’s County of residence with 30 days of today’s date or risk being fined. He noted all Board Members were given the Guide to the Sunshine Law and Code of Ethics which were previously reviewed in detail with the Board Members on September 27, 2018.

THIRD ORDER OF BUSINESS

Consideration of Resolution 2018-1

Consideration of Resolution 2018-1 canvassing and certifying the results of the landowner’s election of Supervisors held pursuant to Section 190.006(2), Florida Statutes.

Mr. Ward tabulated the ballots: Mr. Wollard received 778 votes and would serve in Seat 1; Mr. Painter received 778 votes and would serve in Seat 2; Mr. Buckley received 770 votes and would serve in Seat 3; Mr. Besse received 770 votes and would serve in Seat 4. He noted Seat 5 would be left vacant for this Resolution. He noted Section 2 indicated Mr. Wollard and Mr. Painter would serve 4 year terms, while Mr. Buckley and Mr. Besse would serve 2 year terms.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Resolution 2018-1 was adopted as above and the Chair was authorized to sign.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2019-2

Consideration of Resolution 2019-2 designating certain officers of the Esplanade Lake Club Community Development District.

Mr. Ward asked for nominations for Chairperson and Vice Chairperson. He explained the balance of the Board would serve as Assistant Secretaries; he would serve as Secretary/Treasurer.

Mr. Wollard nominated himself as Chairperson and Mr. Adam Painter as Vice Chairperson. The Board agreed.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Resolution 2019-2 was adopted as above and the Chair was authorized to sign.

RETENTION OF PROFESSIONAL STAFF FOR THE DISTRICT

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2019-3

Consideration of Resolution 2019-3 designating JPWard & Associates, LLC as the District Manager.

Mr. Ward noted Resolution 2019-3 had been reviewed at the previous Meeting. He asked if there were questions; hearing none, he called for a motion.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Resolution 2019-3 was adopted as above and the Chair was authorized to sign.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2019-4

Consideration of Resolution 2019-4 appointing Hopping Green & Sams as District Counsel.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2019-5

Consideration of Resolution 2019-5 appointing FMS Bonds, Inc. as District Underwriter.

EIGHTH ORDER OF BUSINESS

Consideration of Resolution 2019-6

Consideration of Resolution 2019-6 appointing Greenspoon Marder LLP as Bond Counsel, and authorizing the execution of an Agreement with Taylor Woodrow Communities of Artisan Lakes LLC, and Bond Counsel waiving any conflict of interest, relative to Greenspoon Marder LLP representation of Taylor Woodrow of Florida, Inc. in various transactions unrelated to the District.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2019-7

Consideration of Resolution 2019-7 appointing Waldrop Engineering as interim District Engineer and authorizing the preparation of the District’s Engineer’s Report for the Capital Improvement Program for the District.

Mr. Ward noted Resolution 2019-4, 2019-5, 2019-6, and 2019-7 had been reviewed at the previous Meeting. He asked if there were questions; hearing none, he called for a motion.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Resolution 2019-4, Resolution 2019-5, Resolution 2019-6, and Resolution 2019-7 were adopted as above and the Chair was authorized to sign.

ADMINISTRATIVE MATTERS OF THE DISTRICT

TENTH ORDER OF BUSINESS

Resolution 2019-8

Consideration of Resolution 2019-8 designating the Registered Agent’ designating the Office of Location of the Registered Agent, and designation the offices or location as the office of record for the Esplanade Lake Community Development District.

Mr. Ward noted the Registered Agent would be himself and the Registered Office would be his office. He noted the Office of Record would be his office as well.

ELEVENTH ORDER OF BUSINESS

Resolution 2019-9

Consideration of Resolution 2019-9 setting forth the policy with regard to the support and legal defense of the Board of Supervisors and District officers.

TWELVTH ORDER OF BUSINESS

Resolution 2019-10

Consideration of Resolution 2019-10 adopting an electronic records policy and policy on the use of electronic signatures.

THIRTEENTH ORDER OF BUSINESS

Resolution 2019-11

Consideration of Resolution 2019-11 designating a qualified public depository pursuant to Chapter 280 Florida Statutes, authorizing signatories on the account, authorizing the number of the signatories on the qualified depository account.

FOURTEENTH ORDER OF BUSINESS

Resolution 2019-12

Consideration of Resolution 2019-12 Authorizing the District Manager to advertise a Request for Qualification (RFQ), pursuant to the Chapter 287.055 F.S. (Consultants Competitive Negotiations Act) for a District Engineer.

FIFTEENTH ORDER OF BUSINESS

Resolution 2019-13

Consideration of Resolution 2019-13 providing for the Public's opportunity to be heard, designating a public comment period, designating a procedure to identify individual seeking to be heard, addressing public decorum, addressing exceptions.

SIXTEENTH ORDER OF BUSINESS

Resolution 2019-14

Consideration of Resolution 2019-14 designating the Regular Meeting Dates, time and location for Fiscal Year 2019.

Mr. Ward noted the meeting dates had been chosen due to his availability. He asked if there were any changes. Mr. Wollard asked if it was possible to move the time to earlier in the day. Mr. Ward responded in the negative, but noted it was possible to change days. Mr. Wollard wondered if it would be possible to coordinate the ELC CDD Meeting with the LT Ranch CDD schedule. Mr. Ward stated Resolution 2019-14 would be withdrawn from today's Agenda and moved to the next Meeting for discussion. The Board approved.

SEVENTEENTH ORDER OF BUSINESS

Resolution 2019-15

Consideration of Resolution 2019-15 granting the authority to the Chairperson, Vice Chairperson to execute real and personal property conveyances and dedications documents, and plats and other document related to the development of the District's improvements, subject to the approval of the District Manager, District Engineer and District Counsel is legal, consistent with the District's improvement plan and necessary for the development of the Improvements.

EIGHTEENTH ORDER OF BUSINESS

Resolution 2019-16

Consideration of Resolution 2019-16 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.

Mr. Ward reported the designated date for Resolution 2019-16 was January 10, 2019. He highly recommended keeping this date as scheduled. The Board agreed.

Mr. Ward noted Resolution 2019-8, 2019-9, 2019-10, 2019-11, 2019-12, 2019-13, 2019-15 and 2019-16 had been discussed at the previous Meeting. He briefly reviewed each Resolution for purposes of clarity. He asked if there were questions; hearing none, he called for a motion.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Resolution 2019-8, Resolution 2019-9, Resolution 2019-10, Resolution 2019-11, Resolution 2019-12, Resolution 2019-13, Resolution 2019-15, and Resolution 2019-16 were adopted as above and the Chair was authorized to sign.

FISCAL YEAR 2019 BUDGET MATTERS

NINETEENTH ORDER OF BUSINESS

Consideration of Resolution 2019-17

Consideration of Resolution 2019-17 Approving the Proposed Budget for Fiscal Year 2019 and setting a Public Hearing for Thursday, January 10, 2019 at 4:30 P.M. at Waldrop Engineering, 28100 Bonita Grande Drive, Suite 304, Bonita Springs, Florida 34135

Mr. Ward recommended scheduling the Public Hearing for January 10, 2019 at 4:30 p.m. The Board agreed.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, Resolution 2019-17 was adopted as above and the Chair was authorized to sign.

TWENTIETH ORDER OF BUSINESS

Consideration of Agreement

Consideration of Agreement with Taylor Morrison of Florida, Inc. to fund the District's Fiscal Year 2019 General Fund Operating Budgets in lieu of the District levying assessments.

On MOTION made by Mr. John Wollard, seconded by Mr. Tom Buckley, and with all in favor, the Agreement with Taylor Morrison of Florida, Inc. was accepted as above.

CAPITAL IMPROVEMENT PROGRAM

TWENTY-FIRST ORDER OF BUSINESS

Consideration of Resolution 2019-18

Consideration of Resolution 2019-18 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, addressing the setting of a public hearing and providing for publication.

TWENTY-SECOND ORDER OF BUSINESS Consideration of Resolution 2019-19

Consideration of Resolution 2019-19 authorizing the issuance of its capital improvement revenue bonds, in one or more series, in an aggregate principal amount of not exceeding \$29,880,000 to finance the cost of public infrastructure and facilities benefitting District lands and/or acquiring related interests in land and for refunding purposes, approving the form of a master trust indenture relating to the bonds and authorizing execution of the master trust indenture, providing for indentures supplemental thereto, appointing a trustee, paying agent and bond registrar for the bonds, approving the form of and authorizing execution of the bonds, authorizing the application of the proceeds of the bonds, authorizing judicial validation of the bonds.

TWENTY-THIRD ORDER OF BUSINESS Consideration of Resolution 2019-20

Consideration of Resolution 2018-20 approving the District’s post-issuance compliance guide for tax-exempt bonds.

TWENTY-FOURTH ORDER OF BUSINESS Consideration of Agreement

Consideration of Bond Financing Team Fund Agreement.

Mr. Ward stated the Twenty-First, Twenty-Second, Twenty-Third and Twenty-Fourth Order of Business were to be withdrawn from the Agenda. The Board did not object.

TWENTY-FIFTH ORDER OF BUSINESS Staff Reports

Staff Reports

- a) District Attorney

No report.

- b) District Engineer

No report.

- c) District Manager

No report.

TWENTY SIXTH ORDER OF BUSINESS Supervisor’s Requests and Audience Comments

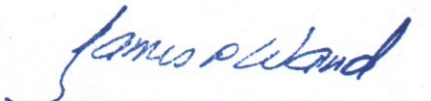
There were no Supervisor’s Requests and no Audience Comments.

TWENTY SEVENTH ORDER OF BUSINESS Adjournment

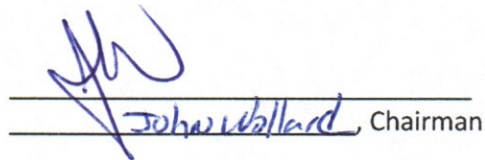
Mr. Ward adjourned the meeting at approximately 4:27 p.m.

On MOTION made by Mr. Andrew Miller, seconded by Mr. Tom Buckley, and with all in favor, the Meeting was adjourned.

Esplanade Lake Club Community Development District



James P. Ward, Secretary



John Ballard, Chairman