

**THE MINUTES OF MEETING OF THE
FLOW WAY COMMUNITY DEVELOPMENT DISTRICT**

The Regular Board Meeting of the Flow Way Community Development District's Board of Supervisors was held on **Tuesday, May 10, 2016, at 3:00 P.M.**, at the **Offices of Coleman, Yovanovich & Koester, P.A., 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103.**

Present and constituting a quorum were:

John Asher	Chairman
Anthony Burdett	Assistant Secretary
Chris Batchelor	Assistant Secretary

Absent was:

Steve Reiter	Assistant Secretary
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Also Present were:

James P. Ward	District Manager
Greg Urbancic	District Counsel
David Williams	District Engineer

1. Call to Order & Roll Call

Mr. Ward called the meeting to order at 3:00 p.m., and roll call determined that all members of the Board were present with the exception of Supervisor Reiter.

2. Consideration of a replacement member of the Board of Supervisors to fill the unexpired term of office of Seat 4, which term expires November, 2016, and administration of the oath of office for the newly appointed member.

- i. Mr. Ward requested the Board to consider acceptance of the resignation of Mr. Berg. A copy of the letter of resignation was provided and was effective on April 15, 2016, as a matter of law.

On Motion was made by Mr. Burdett and seconded by Mr. Asher to accept the Resignation of Mr. Berg, and with all in favor, the motion was approved.

- ii. Mr. Ward explained that the Board is not required to fill the vacancy created by the resignation of Mr. Berg at this time but is welcome to do so.

A Board discussion ensued. The decision was made to appoint Brian Keller to fill this vacancy.

On Motion was made by Mr. Asher and seconded by Mr. Burdett to appoint Mr. Brian Keller to fill the vacancy described above, and with all in favor, the motion was approved.

3. Consideration of Minutes:

November 10, 2015 and December 1, 2015 Meetings

Mr. Urbancic was asked if he reviewed and thought that the Minutes were accurate and he answered in the affirmative.

On Motion was made by Mr. Asher and seconded by Mr. Batchelor to approve the Minutes of November 10, 2015, and December 1, 2015, and with all in favor, the motion was approved.

4. Consideration of the acceptance of the Audited Financial Statements for the Fiscal Year ended September 30, 2015

Mr. Ward stated that the auditor was not available by phone for the meeting. The Board had the choice of deferring acceptance of the audit to the next meeting or accepting it for inclusion in the record. Mr. Ward also indicated that the audit has been filed as a matter of law with the appropriate state agencies.

On Motion was made by Mr. Burdett and seconded by Mr. Asher to accept the audit as presented, and with all in favor, the motion was approved.

5 Consideration of Resolution 2016-5 Approving the Proposed Budget for Fiscal Year 2017 and setting a Public Hearing for Tuesday, August 9, 2016, at 3:00 a.m. at the offices of Coleman, Yovanovich & Koester, P.A., 4001 Tamiami Trail North, Suite 300, Naples, Florida 334103.

Mr. Ward explained that the budget attached to the resolution is consistent with prior years. The unit counts and the general fund have been adjusted to account for the lesser number of units in the various phases of the project.

Mr. Ward also explained that the approval of the budget now allows the Board to move through the process to the public hearing at which time the budget will be adopted

and the assessment rate will be set in place, specifically for the general fund which essentially remains the same as it was last year.

On Motion was made by Mr. Burdett and seconded by Mr. Batchelor to adopt Resolution 2016-5, setting a public hearing as stated above, and with all in favor, the motion was approved.

- 6. **Consideration of setting Tuesday, November 8, 2016, at 3:00 p.m. at the offices of Coleman, Yovanovich & Koester, P.A., 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, as the date, time and location for the upcoming landowner’s election for three seats on the Board of Supervisors.**

Mr. Ward reported that the statute requires the Board to set the landowner’s election at least 90 days prior to the date of the election itself. The Board is also required to provide at that time the instructions, form of ballot and form of proxy for the landowner’s meeting which were included in the agenda package.

The seats that are open are Mr. Asher, Mr. Keller and Mr. Batchelor.

On Motion was made by Mr. Asher and seconded by Mr. Batchelor to approve the setting of the date for the landowner’s election as described above, and with all in favor, the motion was approved.

- 7. **Consideration of Agreement with Lerner Reporting Services to provide for the Continuing Disclosure Obligations for the Series 2015, Phase IV Bonds.**

Mr. Ward explained that he does the reporting for bonds other than the Phase IV Bonds. He reported that Lerner Reporting Services charges fees consistent with all other services.

On Motion was made by Mr. Burdett and seconded by Mr. Batchelor to approve the Agreement with Lerner Reporting Services as described above, and with all in favor, the motion was approved.

- 8. **Consideration of Acquisition Agreement, Promissory Notes for Parcel H2 and H1 with Taylor Morrison of Esplanade, Inc. to provide for the District to fund these facilities from future Bond Issues of the District.**

- i. Mr. Ward requested Mr. Urbancic to answer questions on this issue. Mr. Urbancic indicated that the acquisitions have been accelerated because the developers have advised that they have homes that need to be closed

and utilities that need to convey to the county. That is a two-step process from the Board to the County. The Acquisition agreement was discussed. The Board was informed that the Bond Council has reviewed the agreement and has approved it.

On Motion was made by Mr. Burdett and seconded by Mr. Asher to approve the Acquisition Agreement and Promissory Notes for Parcel H1 and H2 with Taylor Morrison of Esplanade, Inc. as described above, and with all in favor, the motion was approved.

- ii. Mr. Urbancic explained that H1 and H2 are virtually identical except for the legal descriptions. Each utility conveyance has a two-step process: 1) a utility easement from Taylor Morrison to the CDD, utility facilities Bill of Sale from Taylor Morrison to the CDD and an owner's affidavit to the CDD. 2) Documents from the CDD to the County include utility facilities Warranty Deed and Bill of Sale from the CDD to the County, owner's affidavit from the CDD to the County, and the Attorney's opinion from the CDD to the County.

On Motion was made by Mr. Burdett and seconded by Mr. Asher to approve the Bill of Sale from Taylor Morrison to the CDD and from the CDD to the County for Parcels H1 and H2 as described above, and with all in favor, the motion was approved.

- iii. The cost of the utilities will be memorialized by a requisition and promissory note. The utilities include water and wastewater. For H1 the water and wastewater component is \$821,633.81. For H2 the cost is \$251,364.50.

On Motion was made by Mr. Burdett and seconded by Mr. Batchelor to authorize the Chairman to sign the Promissory Note for H1 in the amount of \$821,633.81, and with all in favor, the motion was approved.

On Motion was made by Mr. Burdett and seconded by Mr. Batchelor, to authorize the Chairman to sign the Promissory Note for H2 in the amount of \$251,364.50, and with all in favor, the motion was approved.

9. Staff Reports

- a) District Attorney - Mr. Urbancic updated the Board on the legislation of three new Acts that have passed. 1) An amendment to Chapter 190 raised the acreage for forming CDDs through local government to 2500 acres. 2) Modifications of Chapter 189 which has to do with special districts; specifically, more administrative requirements

for keeping up a website and posting the meeting agenda on the website one week prior. 3) Change in the public records law that creates a new procedure for obtaining documents.

b) District Engineer – No report

c) District Manager - Mr. Ward advised the Board, as required by law, that there were 137 registered voters within the district as of April 15, 2016. This number becomes significant it reaches 250 qualified electors, which has not been met, and six years from the date of establishment, which has been met. No action is required by the Board.

8. Supervisor's Requests and Audience Comments

There were no supervisor's requests.

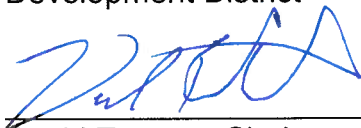
There were no members of the audience present.

9. Adjournment

On Motion was made by Mr. Asher and seconded by Mr. Batchelor to adjourn the meeting, and with all in favor was approved.

The meeting was adjourned at 3:30 p.m.


James P. Ward, Secretary

Flow Way Community
Development District

David Truxton, Chairman