

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

The Regular Meeting of the Board of Directors of the Flow Way Community Development District was held on Thursday, July 20, 2023, at 1:00 P.M. at the Esplanade Golf and Country Club, 8910 Torre Vista Lane, Naples, FL 34119.

Present and constituting a quorum:

Zack Stamp	Chairperson
Ron Miller	Vice Chairperson
Bart Bhatla	Assistant Secretary
Martinn Winters	Assistant Secretary
Tom Kleck (by Phone)	Assistant Secretary

Absent:

Also present were:

James P. Ward	District Manager
James Messick	District Engineer
Greg Woods	District Counsel
Michael Pawelczyk	District Counsel

Audience:

Lynn Hyduk	HOA Manager
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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

Chairperson Zack Stamp called the meeting to order at approximately 1:00 p.m. Roll call was conducted, and all Members of the Board were present, with the exception of Supervisor Kleck, constituting a quorum. Tom Kleck joined by telephone and was muted until the executive session began and did not rejoin when the meeting recommenced.

SECOND ORDER OF BUSINESS

Notice of Advertisement

Notice of Advertisement of Public Hearing

THIRD ORDER OF BUSINESS

Public Hearing

FISCAL YEAR 2024 BUDGET

Mr. Ward explained the Public Hearing process noting there were two public hearings, the first related to the Budget itself. He stated the budget was consistent with the prior year, with the notable exception that the assessment was being increased to \$1,679.74 for fiscal year 2024 which met the cap rate and was intended to build the reserve account.

I. FISCAL YEAR 2024 BUDGET

I. Public Comment and Testimony

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

On MOTION made by Zack Stamp, seconded by Martinn Winters, and with all in favor, the Public Hearing was opened.

Mr. Ward asked if there were any members of the audience present in person or via audio or video with questions regarding the fiscal year 2024 budget; hearing none, called for a motion to close the Public Hearing.

Chairperson Stamp asked if there were any comments from the Board.

Mr. Ron Miller asked if the Budget would allow the CDD to retire the \$500,000 dollar note.

Mr. Ward explained the Budget anticipated retirement of the \$500,000 dollar note; however, the CDD may need to extend the note or borrow another note depending on where it stood at year end. He indicated the cash balance should be approximately \$200,000 dollars at the end of the fiscal year which was almost enough to cover the first three months, but it depended upon what happened over the next couple of months.

Mr. Bhatla asked when will it be paid off?

Mr. Ward: We will pay it off in total if we can. I will know by late August, early September, whether we can or not.

Chairperson Stamp asked if there were any additional questions or comments; there were none.

II. Board Comment and Consideration

III. Consideration of Resolution 2023-7, a resolution of the Board of Supervisors adopting the Annual Appropriation and Budget for Fiscal Year 2024 [page 10]

Chairperson Stamp called for a motion.

On MOTION made Ron Miller, seconded by Martinn Winters, and with all in favor, Resolution 2023-7 was adopted, and the Chair was authorized to sign.

b) FISCAL YEAR 2024 IMPOSING SPECIAL ASSESSMENTS; ADOPTING AN ASSESSMENT ROLL AND APPROVING THE GENERAL FUND SPECIAL ASSESSMENT METHODOLOGY

Chairperson Stamp indicated this public hearing was related to the imposition of assessments, the adoption of an assessment roll and approval of the methodology.

I. Public Comment and Testimony

Chairperson Stamp asked if there were any questions or comments from the public; there were none.

II. Board Comment and Consideration

Chairperson Stamp asked if there were any questions or comments from the Board; there were none.

III. Consideration of Resolution 2023-8, a resolution of the Board of Supervisors imposing special assessments, adopting an assessment roll, and approving the General Fund Special Assessment Methodology

Chairperson Stamp called for a motion.

On MOTION made by Martinn Winters, seconded by Bart Bhatla, and with all in favor, Resolution 2023-8 was adopted, and the Chair was authorized to sign.

On MOTION made by Martinn Winters, seconded by Bart Bhatla, and with all in favor, the Public Hearing was closed.

FOURTH ORDER OF BUSINESS

Public Comments

Public Comments for non-agenda items (Limited to three (3) minutes). Individuals are permitted to speak on items on the agenda during that item and will be announced by the Chairperson.

Chairperson Stamp reviewed public comment protocols.

FIFTH ORDER OF BUSINESS

Consideration of Minutes

June 29, 2023 – Regular Meeting Minutes

Chairperson Stamp asked if there were any additions, deletions, or corrections for the Minutes; there were none.

On MOTION made by Martinn Winters, seconded by Bart Bhatla, and with all in favor, the June 29, 2023, Regular Meeting Minutes were approved.

SIXTH ORDER OF BUSINESS**Consideration of Resolution 2023-9****Consideration of Resolution 2023-9, a Resolution of the Board of Supervisors designating dates, time, and location for regular meetings of the Board of Supervisors for Fiscal Year 2024**

Chairperson Stamp indicated Resolution 2023-9 set the meeting dates for fiscal year 2024 on the third Thursday of each month at 1:00 p.m. He asked if there were any questions; hearing none, he called for a motion.

On MOTION made by Ron Miller, seconded by Bart Bhatla, and with all in favor, Resolution 2023-9 was adopted, and the Chair was authorized to sign.

SEVENTH ORDER OF BUSINESS**Staff Items****I. District General Counsel - Billing, Cochran, Lyles, Mauro & Ramsey, P.A.**

Mr. Michael Pawelczyk: We are familiarizing ourselves with all of the conveyances necessary. Jim tasked me to do that. I'm almost ready to circulate some documents amongst Staff, so Jimmy and Jim can help me finalize those. I expect to be able to circulate stuff early next week on that. At your next meeting we should have a better update in terms of where we are in terms of easement interest, particularly with respect to irrigation from the lakes. The second item I have is, at your next meeting we will also include a legislative report which is just a memo we do for all of our Districts giving you an overview of any legislation which could be of interest to special districts like yourself. I will report ahead of time there is really not much in this legislative session, but you can expect to see that report in your next agenda package. The only thing that impacts you directly is the Ethics Training that you will need to complete by July 2024.

Chairperson Stamp asked about the Ethics Training.

Mr. Pawelczyk explained the Board Members would be required to click a specific link, watch approximately four hours of webinar type videos, and self-report that this was completed. He indicated he would circulate the link in December or January.

II. Litigation Attorney – Woods, Weidenmiller, Michetti, & Rudnick**a. Status Report on Litigation Appeal**

Chairperson Stamp: Greg is here, and I'm going to ask him to hold until we have the shade session.

III. District Engineer – Calvin, Giordano & Associates**a. Engineer's Report [page 158]**

- 1. Strategic Operational Plan**
- 2. Prior Board Inquiries**
- 3. External Preserve Brush Fire**

Mr. Jimmy Messick: With regard to lake maintenance, we are continuing to treat lilies, the algae, and shoreline weeds on a monthly basis. As vines and cord grass beds pop up, we are having ecological services treat those as well. At the front entrance, we have new plantings in the front berm, and annuals were replaced and treated with fertilizer, and we did re-mulch pine straw in the median. The irrigation pump station, we have an installation date scheduled for August 28. They will get that second backup pump filter installed. It's really critical that we have both filtration systems functioning. Currently, it's raining every day so it's maybe not as important, but certainly when we get into the dry season, if we don't have two and we only have one, and that one goes down, we will be out of luck. We also have some news on the front entrance. A couple of signs were replaced, the pedestrian crossing and the golf course sign. I do have pictures of those signs in appendix C. Also, the photocell controlling the lights was replaced due to lighting damage. I think one weekend we had the lights go out because of lightning, and we had that photocell reinstalled. The projects, the capital improvement projects that are ongoing or completed include 4,000 new littoral plants installed in littoral shelves along the lake banks for lakes 18, 19, 20, 21 and 12. Those were installed per the original locations and permitted plans. The lake bank restoration projects are completed. We did have some repairs to the lake banks that are being covered. We do have a warranty as of June 17, substantial completion date for one year, so if anything ever happens to the lake bank Geotubes, we can file back to the contractor that did the original installation and he will cover it under warranty. That doesn't cover any lake bank restoration or erosion project, it is just the tubes that were installed. Lastly, the perimeter fence repair, as you know last month the nature trail on the east property line was completed. The ped gate wasn't completed, but now we have an installation date of August 22, so we are looking to next month to get that ped gate replaced. Nothing for Item number two, prior board inquiries. Item 3, external preserve brush fire, we did have a 5 acre brush fire located between Esplanade Golf and Country Club and Old Cypress Developments. North Collier County broke out Monday afternoon, July 5, and apparently it had nothing to do with fireworks, but there was some lighting that day and the incident was reported to the North Collier County Fire Department and at first it was a 1 acre fire, slowly moving to the northeast. They called Florida Forest Services to come plow a line for access and contained it to 5 acres. They had an air rescue from Collier County Sheriff's office that had nine drops to make sure they were hitting the hot spots and that helped stop the fire. They did contain the fire and it was closed off by nighttime. Again, the cause of the fire was believed to be lightning discharge. I have a map showing where the fire was located. He asked if there were any questions.

Mr. Miller: Is the cost of getting help from Collier County included in our property taxes?

Mr. Messick indicated there was no charge from the Fire Department. He explained the Fire Department was protecting the entire community and would not charge an individual property owner for putting out a fire.

Chairperson Stamp asked if there were any additional Geotubes to be installed this season.

Mr. Messick responded in the negative; installation of Geotubes would begin again in January 2024.

Chairperson Stamp asked about the prior concerns from residents regarding the Geotubes.

Mr. Messick: Adjacent to the Geotubes there was a little drop off on either side, and I think they've gone out and should be correcting that issue. I think there were some rain delays, but that should be corrected.

IV. District Manager – JPWard & Associates, LLC

a. Financial Statements for the period ending June 30, 2023 (unaudited) [Page 184]

Mr. Ward: I received a records request from an individual who does not live within Flow Way. Periodically governments get them. Actually, I get them all the time, but mostly they are from agencies that just want financial information. (Indecipherable) it was an outshoot from a lawsuit that started probably six or seven years ago. This particular request was a rather extensive request for documents, mostly related to the land outside of the boundaries of the CDD, roadways or external preserves, wanted information on our conversations with the homeowner's associations, any homeowner's associations, on specific parcels of property. We respond to it most of the time and so all of the documents that are in the public records related to our litigation we are sending them also. I don't know what he wants. I couldn't ask that question even if I wanted to.

Mr. Bart Bhatla: Who was the party?

Mr. Ward: I don't know.

Chairperson Stamp: We know his name, but --.

Mr. Ward: He doesn't live within the boundaries of the CDD.

Mr. Bhatla: We don't ask that information? Who you are, etc.?

Mr. Ward: He sent a letter. I just don't know who (indecipherable).

Mr. Miller: Any speculation to why somebody who is not connected with any of this property would be wanting that information?

Mr. Ward: I have no idea. We get public records requests in CDDs all the time for documents. A good example is we get records request, and they want to know everything you spent in fiscal year 2022 or 2023 or they want to know how many employees you have; those are the standard (indecipherable).

Mr. Winters: It could be a friend of someone in the community who does not want their name on the request.

Mr. Ward: That happens too.

Chairperson Stamp: This is the guy who sought permission to enter our property to visit another parcel and was told no, and then we found out he did not even need to cross our property because the parcel he wanted to view was on the other side of the road, so I don't know if he's angry about that, or what.

Mr. Bhatla: Do we charge them for the information?

Mr. Ward: The law provides a mechanism for us to do that, but I don't do it as a normal course simply because of the time costs more to get the money than the money we would receive, so we just provide it.

Chairperson Stamp: And most of it is provided electronically.

Mr. Ward: Yes.

Mr. Miller: It just seems interesting that the request was specific to the external preserve property outside of the CDD boundaries. That kind of a rifle shot is not an accidental thing.

Mr. Ward: Well, there were probably eight or ten parcels of land that he asked questions about, and that happened to be one of them. And if you recall, there is an outparcel in the middle of our preserves that's owned by some other person. For example, that was included in the records request, the external preserves, all of our actions with a number of homeowner's associations, some roadway that's outside of our boundaries, another association outside of our boundaries. It was a gunshot that went in a number of directions.

EIGHTH ORDER OF BUSINESS

Executive Session

Executive Session of the Board of Supervisor's (Closed to the Public) – Estimated time for Session is one (1) hour, after which the Board of Supervisors will open the Regular Meeting and take up any actions that may be needed from the Executive Session.

The sole purpose of the executive attorney/client session is to discuss a settlement proposal relative to the Flow Way Community Development District's lawsuit, File Number: 20-CA-4147, and related appeal.

The executive session is expected to last approximately one (1) hour. At the conclusion of the executive session the Board of Supervisors will go back into Regular Session to conduct the balance of the regular agenda items.

The attending parties shall be the following members of the Board of Supervisors, Zack Stamp, Martinn Winters, Bart Bhatla: District Attorney Greg Woods and Jessica Tolin, and District Manager James Ward.

The entire session shall be recorded by a certified court reporter and the transcript shall be filed with the District Attorney and shall remain sealed until the lawsuit has concluded.

At the close of the executive session, the Board will reopen the meeting for any additional items to be considered by the Board of Supervisors.

The entire session shall be recorded by a certified court reporter and the transcript shall be filed with the District Attorney and shall remain sealed until the lawsuit has concluded.

Chairperson Stamp announced the Board would now go into executive session. He indicated after the executive session the meeting would reconvene and any public comment would be heard.

Mr. Ward: The District will now go into an executive session. The time for the executive session is estimated at one hour, after which time the Board will open the regular meeting and take up any actions that may be needed from the executive session. The executive session is related to the lawsuit, file number 20-CA-4147 and its related appeals. At the conclusion of the session, we will go back into regular session. The members attending will be Zack Stamp, Martinn Winters, Bart Bhatla, myself Jim Ward, and Greg Woods as the District Attorney. The entire session is being recorded by a court reporter and shall be filed with the District Attorney and remain sealed until the termination of the lawsuit. We are now going into the executive session. I will turn off the video for the moment and I will turn the video back on as soon as we go back into regular session. Those Board Members who aren't present in person, I will ask that you hit the stop video button.

The recording stopped here and restarted following the executive session.

Chairperson Stamp: Okay, we are back in open session. The time is 2:08 p.m. The executive session is over.

Mr. Greg Woods: The Board wants to take additional time to consider the matters raised in the proposed settlement agreement. I would like to call a shade session for the August board meeting. Present at the meeting will be Board Members Winters, Kleck, Stamp, Miller, Bhatla and the District Manager Jim Ward, and myself, or Jessica Tolin, as well as a court reporter. I anticipate the shade session lasting about an hour.

NINTH ORDER OF BUSINESS

Supervisor's Requests

Chairperson Stamp asked if there were any Supervisor's Requests; there were none.

TENTH ORDER OF BUSINESS

Public Comments

Public Comments: Public comment period is for items NOT listed on the Agenda, comments are limited to three (3) minutes per person, assignment of speaking time is not permitted, however the Presiding Officer may extend or reduce the time for the public comment period consistent with Section 286.0114, Florida Statutes

Chairperson Stamp noted there were no members of the public present.

ELEVENTH ORDER OF BUSINESS

Announcement of Next Meeting

Announcement of Next Meeting – Regular Meeting August 17, 2023

TWELFTH ORDER OF BUSINESS

Adjournment

The meeting was adjourned at approximately 2:10 p.m.

On MOTION made by Martinn Winters, seconded by Ron Miller, and with all in favor, the Meeting was adjourned.

Flow Way Community Development District



James P. Ward, Secretary



Zack Stamp, Chairperson