

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

The Regular Meeting of the Board of Supervisors of the Flow Way Community Development District for **Wednesday, November 8, 2017, 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:

David Truxton	Chairman
Chris Nirenberg	Assistant Secretary
Adam Painter	Assistant Secretary

Absent were:

Anthony Burdett	Vice Chairman
Steve Reiter	Assistant Secretary

Also Present were:

James Ward	District Manager
Greg Urbancic	District Counsel
Misty Taylor (via telephone)	Bond Counsel

1. Call to Order & Roll Call

Mr. Ward called the meeting to order at 3:15 p.m., and roll call determined that all members of the Board were present with the exception of Supervisors Reiter and Burdett.

2. Consideration of Resolution 2018-3

Mr. Ward stated the primary purpose of the meeting was consideration of Resolution 2018-3, which was commonly referred to as a delegation award resolution for the Series 2017 Bonds. He introduced Misty Taylor, Bond Counsel, who was on the phone.

Ms. Taylor said the resolution, if accepted, would approve all of the exhibit documents as to form and substance with additional changes. She said changes would continue to be made until the time the documents reached closing. She said the resolution would make all the negotiated sale findings required by state law in order to

sell the bonds on a negotiated basis. She said they were naming FMS Bonds as the underwriter and delegating to the Chairman the authority to enter into the bond purchase contract with FMS. She said she had set forth various parameters in order for the Chairman to be delegated that authority, which included interest rate parameters, maturity parameters, and an underwriter discount parameter. She said her firm authorized the Chairman to see the preliminary limited offering memorandum file, which would allow her to post it and use it in the marketing process to market the bondholders. She said the bonds would then be priced and all the documents would be put together for final execution at closing. She said this resolution would be the last full Board action to allow her firm to move forward. She asked for questions.

Mr. Ward stated there was a meeting scheduled for the 29th when the Board would actually adopt the assessments, and the bond issue would not be closed until after that Board meeting. Mr. Ward also called for questions. Hearing none, he asked for a motion to adopt.

Motion was made by Mr. Painter and seconded by Mr. Nirenberg to adopt Resolution 2018-3 as described above, and with all in favor, the motion was approved.

4. Staff Reports

a) District Attorney

Mr. Urbancic said he and his staff were working on the documentation and working with the engineer to bring the requisition documents forward at the Board meeting on the 29th, so the requisitions could be approved and funded.

b) District Engineer No report given.

c) District Manager No report given.

5. Supervisor's Requests and Audience Comments.

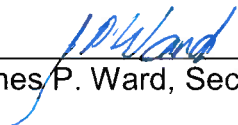
Mr. Ward called for supervisor comments. Mr. Truxton asked what was on the agenda for the meeting on the 29th and Mr. Ward responded it was the Public Hearing for the Assessments for the Issuance of the Bonds. He added Mr. Truxton, as Chairman, was required to be there, and following the meeting, there would be the closing.

Mr. Ward said there were no members of the audience present.

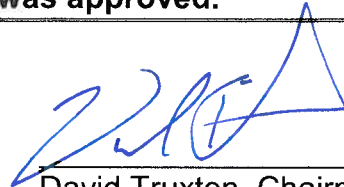
6. Adjournment

The meeting was adjourned at 3:24 p.m.

Motion was made by Mr. Truxton and seconded by Mr. Nirenberg to adjourn the meeting, and with all in favor, the motion was approved.



James P. Ward, Secretary



David Truxton, Chairperson