

MINUTES OF MEETING
DOWDEN WEST
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Dowden West Community Development District was held Thursday, September 6, 2018 at 9:00 a.m. in the offices of GMS-CF, LLC, 135 W. Central Boulevard, Suite 320, Orlando, Florida.

Present and constituting a quorum were:

Andrew Abel	Chairman
Gregory Clark	Assistant Secretary
Thomas Franklin	Assistant Secretary

Also present were:

George Flint	District Manger
Andrew d'Adesky	District Counsel
Bob Johnson	District Engineer by phone
Chuck Bell	Mattamy Homes
Justin Rowan	MBS Capital Markets, LLC by phone

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order and called the roll.

SECOND ORDER OF BUSINESS

Public Comment Period

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Approval of the Minutes of the July 19, 2018 Meeting

On MOTION by Mr. Franklin seconded by Mr. Abel with all in favor the minutes of the July 19, 2018 meeting were approved as presented.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2018-05 Bond Delegation Resolution

This item tabled to a future meeting.

FIFTH ORDER OF BUSINESS

Public Hearing to Consider Levying Assessments for the Series 2018 Assessment Area 1 Bonds

On MOTION by Mr. Franklin seconded by Mr. Abel with all in favor the public hearing was opened.

A. Consideration of Supplemental Engineer’s Report

Mr. d’Adesky: This is the Engineer’s Report as initially approved by Resolution 2018-03 supplemented over time and there is a change in date. Were there any other changes to the Engineer’s Report as previously adopted?

Mr. Johnson: There were no significant changes, there was a minor change in some reimbursements that were taken out for the offsite Dowden Road. I think there was some power that were going to be paid by OUC directly so those amounts were taken out also.

Mr. d’Adesky: The Engineer’s Report is once again used to supply a cost basis to the methodology, which will be separately considered and approved and also kind of belts and suspenders approved as part of formerly Resolution 2018-06 now 2018-05. We will ask that you approve each of these items.

Mr. Clark: The lands that we assess these bonds against have already been purchased by Beachline South Residential, correct?

Mr. Flint: Correct.

Mr. Clark: We are not going to be making assessments against land that Beachline South has not yet purchased.

Mr. Flint: No, this includes Phases 1, 2, and 3, which are N1A, N1B, N1C.

Mr. Clark: It will be all the lands, the first takedown was 18 months ago and the most recently one was in July.

Mr. Flint: Yes, my understanding is it is limited to the property that has been taken.

Mr. d’Adesky: We are not doing option property.

On MOTION by Mr. Abel seconded by Mr. Franklin with all in favor the Supplemental Engineer’s Report was approved.

B. Consideration of Master Assessment Methodology – Phases 1, 2, and 3

Mr. Flint: Next is the Master Assessment Methodology for Phases 1, 2, and 3, which we are calling Assessment Area 1 and it is dated September 6, 2018. We have taken the Engineer's Report and their cost estimates. Table 1 is the development plan for Assessment Area 1 and includes townhomes, single-family, 40, 50 and 60-foot products, a total of 497 units. Each of those product types are assigned an ERU factor resulting in 447 ERUs. Table 2 takes the Engineer's Report and column 1 shows we had a Master Engineer's Report that totaled \$64 million and we have the Series 2018 Project, which is Phase 1, 2, and 3, which per the Engineer's Report is \$25,198,909 and this represents all the eligible costs that are identified by the Engineer. It doesn't necessarily mean that the CDD is going to fund the entire \$25 million. This is a Master Engineer's Report, once the bonds are priced based on the target assessment levels we will issue a Supplemental Assessment Report, which will tie to the actual terms. These are just parameters that are set to give a ceiling on what could be issued so it gives the District the flexibility. Table 3 is the bond sizing, and we take the construction estimates, add the Debt Service reserve, the capitalized interest, Underwriter's discount, cost of issuance and we have a projected par amount of \$28,440,000. It assumes a coupon rate of 5 ½%, 30-year amortization period, 14 months capitalized interest, and one year's max annual debt and 2% Underwriter's discount. Table 4 shows the allocation of benefit based on the costs and ERU factors to each of the product types and Table 5 shows the par debt assigned per product type and again if we were to issue the total of \$25 million these are what the numbers would be. The same with Table 6, which is the Net and Gross Annual Debt Assessment per unit. Those numbers are much higher than what we will end up actually seeing once the bonds are priced. This is based on if we were to fund all the improvements. Table 7 is the preliminary assessment roll, which includes the legal description of Assessment Area 1 and total 179.85 acres.

Mr. d'Adesky: George, by presenting the Assessment Methodology is certifying that this is a fair and reasonable apportionment based on the special benefit.

Mr. Flint: Yes.

On MOTION by Mr. Abel seconded by Mr. Franklin with all in favor the Master Methodology for Phases 1, 2, and 3 was approved.

C. Public Comment & Testimony

There being none, the next item followed.

D. Consideration of Resolution 2018-05 Levying Assessments

Mr. Flint: Next is Resolution 2018-05, which is levying assessments.

Mr. d’Adesky: This is authorizing and confirming the project, presenting the District’s authority and ratifying previous actions such as updating of the Engineer’s Report and methodology, making all the statutory findings under Chapter 170, F.S. and Chapter 190, F.S. It is authorizing us to proceed with the project as contemplated in the Engineer’s Report that we are going to build or acquire all the things that are generally presented in that; providing an estimated cost of improvements as detailed in the Engineer’s Report and Methodology; approving and confirming the Methodology; finalizing the assessments; providing for payment, which will be via tax roll; and providing other provisions such as notice, severability and conflicts.

On MOTION by Mr. Abel seconded by Mr. Clark with all in favor Resolution 2018-05 was approved.

On MOTION by Mr. Abel seconded by Mr. Franklin with all in favor the public hearing was closed.

SIXTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. d’Adesky: Drew as Chairman is delegated the authority to review and sign off on all documents so as soon as this preliminary offering document has gone through its due diligence and the underwriter can wrap that up we will present to you to review and sign off on independent of another meeting. We review it for the legal provisions before we present it to you.

B. Engineer

There being none, the next item followed.

C. Manager

i. Approval of Check Register

Mf. Flint presented the General Fund check register from July 13, 2018 to August 30, 2018 in the amount of \$3,542.17.

On MOTION by Mr. Abel seconded by Mr. Franklin with all in favor the check register was approved.

ii. Balance Sheet and Income Statement

A copy of the balance sheet and income statement were included in the agenda package.

iii. Ratification of Revised Funding Request No. 10

On MOTION by Mr. Abel seconded by Mr. Franklin with all in favor fund request No. 10 in the amount of \$4,937.12 was ratified.

SEVENTH ORDER OF BUSINESS

Supervisor’s Requests

There being none, the next item followed.

EIGHTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

NINTH ORDER OF BUSINESS

Next Meeting Date

Mr. Flint: The next meeting date is September 20, 2018. Justin, do we believe we will be in a position on the 20th to consider the delegation resolution?

Mr. Rowan: I’m hoping so. We are working with staff and members of the developer to finish various exhibits that would be part of the delegation resolution so our plan is to be in a position in the 20th to again present that to the Board. To the extent it is amenable to the Board I would say keep that meeting on the 20th and that would be our plan.

Mr. Flint: We will be in touch with the Board to make sure we have a quorum but keep the 20th on your calendar.

Mr. Clark: Whoever sends out the reminders for these meetings, send us a meeting request so the time ends up in that letter.

Mr. Flint: The issue we have is we use all Mac, Apple products so that shouldn’t be a problem but people who are PC based or use Outlook we have a PC to send them out.

On MOTION by Mr. Abel seconded by Mr. Franklin with all in favor
the meeting adjourned at 9:15 a.m.



Secretary/Assistant Secretary



Chairman/Vice Chairman