

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 on Thursday, September 21, 2017 at 9:00 a.m. at the Offices of GMS-CF, LLC, 135 W. Central Blvd., Suite 320, Orlando, FL.

Present and constituting a quorum:

Andrew Abel  
Gregory Clark  
Thomas Franklin

Chairman  
Assistant Secretary  
Assistant Secretary

Also present were:

George Flint  
Darrin Mossing, Jr.  
Andrew d'Adesky  
Bob Johnson

District Manager  
GMS  
District Counsel  
District Engineer

**FIRST ORDER OF BUSINESS**

**Roll Call**

Mr. Flint called the meeting to order at 9:00 a.m. and called the roll.

Mr. Flint: Mr. Clark must sign the Oath of Office.

Mr. Clark: I feel like I sign that every time I'm here.

Mr. Flint: Well there was the original one and then there was a Landowner's Election within 90 days of formation, and you were re-elected. I'm having you sign the Oath, in an abundance of caution.

**SECOND ORDER OF BUSINESS**

**Public Comment Period**

There being none, the next item followed.

**THIRD ORDER OF BUSINESS**

**Approval of Minutes of the August 17 Meeting**

Mr. Flint: Were there any comments on the minutes of the August 17, 2017 meeting?

Mr. Abel: I have no corrections.

On MOTION by Mr. Clark, seconded by Mr. Abel, with all in favor, approving the Minutes of the August 17, 2017 Meeting, as presented, were approved.

**FOURTH ORDER OF BUSINESS**

**Public Hearing**

Mr. Flint: We will open the public hearing. No members were present to provide comments.

**A. Consideration of Resolution 2017-24 Adopting the Fiscal Year 2018 Budget and Relating to the Annual Appropriations**

Mr. Flint: You have Resolution 2017-24, adopting the Fiscal Year 2018 Budget, which is attached as Exhibit A. The budget is an Administrative Budget, at this point. It doesn't have any operational expenses included in it. It totals \$92,017, and contemplates a Developer Funding Agreement. This is the same budget that you approved previously. There haven't been any changes. To the extent that expenses are incurred, the Developer is not obligated to fund, unlike assessments where you have to fund the entire amount. This is only for actual expenses that would be funded under the Developer Funding Agreement. Are there any questions?

Mr. Abel: I have no questions.

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor, adopting Resolution 2017-24 Adopting the Fiscal Year 2018 Budget and Relating to the Annual Appropriations, was approved.

Mr. Flint: At this time, we will close the public hearing.

**FIFTH ORDER OF BUSINESS**

**Consideration of Fiscal Year 2018 Developer Funding Agreement**

Mr. Flint: This Agreement is between the Dowden West CDD and Beachline South Residential, LLC. It's the same form as the prior agreement that the Board approved. The budget that you just approved is attached as an exhibit to this Agreement. Are there any questions?

Mr. d'Adesky: We reviewed it and it's the same Agreement that we used in other Districts with this developer.

Mr. Abel: I have no questions.

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor, approving the Fiscal Year 2018 Developer Funding Agreement, was approved.

**SIXTH ORDER OF BUSINESS**

**Consideration of Work Authorization 2017-1 from Dewberry**

Mr. Flint: At the Organizational Meeting, the Board selected Dewberry as the Interim District Engineer, bid out the engineering services and selected Dewberry as the official District Engineer. Work Authorization No. 1 is for general services, and is consistent with what you have in the budget. It provides for the attendance of meetings and general services provided by the District Engineer. It's on a time and material basis, based on the hourly rate schedule that is attached to the Master Agreement. The amount is a not-to-exceed amount of \$12,000, over the course of the year, which matches your budget.

Mr. Abel: Thanks for the explanation. I have no questions.

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor, approving Work Authorization 2017-1 from Dewberry, in a not-to-exceed amount of \$12,000, was approved.

**SEVENTH ORDER OF BUSINESS**

**Staff Reports**

**A. Attorney**

Mr. Flint: We have an Acquisition Agreement.

Mr. d'Adesky: As you all know, we are anticipating issuing bonds in the near future. We had a Validation Hearing, which I attended. It went smoothly. We are still in the appeal period, so we have to wait until the end of this month, and then we will start the process of issuing those bonds, which may take a month to two months. In anticipation of that, and knowing that the Developer is currently constructing certain improvements, the District wants to acquire those bonds as soon as possible, and develop a reimbursement mechanism, as soon as possible. The Acquisition Agreement allows for the District to acquire such infrastructure, prior to the closing of those bonds. This is a preliminary Acquisition Agreement, and once the bonds are closed, we will have a Supplemental Acquisition Agreement, acknowledging that the bonds were closed and the exact amount of the bonds, because we won't know the final amount until we actually price them out on the market. It's the standard form Agreement that we use in other

Districts. It was reviewed by Developer’s Counsel against forms that we used in other Districts, such as Randal Park. We received their comments and they signed off on it. That’s why we are bringing it to the Board for approval.

Mr. Flint: I will note that there are no members of the public present to provide comments. Are there any questions on the Acquisition Agreement?

Mr. Abel: I have no questions.

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor, approving the Acquisition Agreement, was approved.

Mr. Flint: Do you have anything else, Andrew?

Mr. d’Adesky: That’s all we have. We will be working with Mike in the next month or two on the bonds in the near future.

Mr. Flint: I talked with Brett this morning. I think the timing was late. We probably won’t start doing anything until after January 1, unless you want to move it up, and then we can initiate it before the end of the year.

Mr. Abel: I will get with him offline and then talk with our finance folks. There’s no urgency on my side. We can do it at will.

Mr. Flint: I think we will probably start up after January 1.

**B. Engineer**

Mr. Flint: Mr. Johnson is here with Dewberry. Do you have an Engineering Report?

Mr. Johnson: Not at this time.

**C. District Manager’s Report**

**i. Approval of Check Register**

Mr. Flint: We have the Check Register, which totals \$5,676.05. There are three checks in the General Fund; one is for the insurance for the current fiscal year and the remaining are for the public notices in The Orlando Sentinel. There is also the Payroll Register. Are there any questions on the Check Register?

Mr. Abel: I have no questions.

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor, approving the Check Register, was approved.

**ii. Balance Sheet and Income Statement**

Mr. Flint: We have the Unaudited Financial Statements through August 31. No action is required by the Board. Are there any questions on the financials? Not hearing any,

**iii. Ratification of Funding Request #4**

Mr. Flint: The Funding Request is for \$5,000 to bind insurance for Fiscal Year 2018. The check on the register is for the pro-rated portion of Fiscal Year 2017. We are asking the Board to ratify the Funding Request, which was sent to the developer.

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor, Funding Request #4, was ratified.

**iv. Consideration of Funding Request #5**

Mr. Flint: Funding Request #5 is for Board attendance, in the amount of \$215.30.

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor, approving Funding Request #5, was approved.

**v. Approval of Fiscal Year 2018 Meeting Schedule**

Mr. Flint: Each year, the Board needs to approve an annual meeting schedule. We prepared one contemplating that the Board would meet on the third Thursday of each month, at 9:00 a.m., in this location. It gives you the option of meeting those days, but you don't have to meet monthly. If there's no business, we can cancel the meetings. This way, at least you have a meeting schedule. During the financing and construction process, often there's a need to meet more often. If the Board is okay with meeting the third Thursday, at 9:00 a.m., in this location, a motion to approve this schedule would be in order. If not, we can change it, depending on your schedules.

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor, approving the Fiscal Year 2018 meeting schedule, was approved.

Mr. Abel: Do we have any business for next month, because we are in this inactive preparatory stage?

Mr. Flint: The only reason we would meet, is if we have the rules. If there isn't any business, we will cancel it. At the Organizational Meeting, I don't recall if we had the Rulemaking Hearing. We may have that next month.

**EIGHTH ORDER OF BUSINESS**

**Supervisors Requests**

There not being any, the next item followed.

**NINTH ORDER OF BUSINESS**

**Other Business**

There not being any, the next item followed.

**TENTH ORDER OF BUSINESS**

**Next Meeting Date**

Mr. Flint: The next meeting, if there is a need to meet, is October 18, 2017.

Mr. d'Adesky: We had the Rulemaking Hearing.

**ELEVENTH ORDER OF BUSINESS**

**Adjournment**

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor, the meeting was adjourned.

  
\_\_\_\_\_  
Secretary / Assistant Secretary

  
\_\_\_\_\_  
Chairman / Vice Chairman