

**MINUTES OF MEETING
BUENA LAGO
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Buena Lago Community Development District held a Regular Meeting on June 20, 2024 at 10:30 a.m., at Johnston's Surveying, Inc., 900 Cross Prairie Parkway, Kissimmee, Florida 34744.

Present were:

Shelley Kaercher
Robyn Bronson
Ayden Williams

Chair
Assistant Secretary
Assistant Secretary

Also present:

Daniel Rom
Kristen Thomas
Jere Earlywine (via telephone)
Christopher Allen (via telephone)
Cynthia Wilhelm

District Manager
Wrathell Hunt and Associates LLC (WHA)
District Counsel
District Engineer
Bond Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Rom called the meeting to order at 10:31 a.m. Supervisors Kaercher, Williams and Bronson were present. Supervisors Tyree and Van Auker were not present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

**Presentation of Engineer's Report -
Amended and Restated**

Mr. Allen recalled that the Engineer's Report was presented at the previous meeting and this Amended and Restated Engineer's Report reflects a few minor modifications. The lot types were updated to reflect 13 100' lot types in Phase 2 and what was previously St. Cloud Water & Utilities is now Toho Water Authority (TWA) and, with regard to permit status, permits were accepted by TWA.

Mr. Earlywine asked if all the prior findings with respect to the Capital Improvement Plan (CIP) and as necessary for the bond issuance remain true. Mr. Allen replied affirmatively.

Mr. Earlywine asked about the status of the Phase 5 plat. Mr. Allen asked if he meant Phase 4. Mr. Earlywine voiced his belief that Phase 4 was recorded but Phase 5 was pending. Mr. Allen will find out the status.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Amended and Restated Engineer's Report, in substantial form, was approved.

Mr. Allen left the meeting.

FOURTH ORDER OF BUSINESS

Presentation of Second Supplemental Special Assessment Methodology Report

Mr. Rom presented the Second Supplemental Special Assessment Methodology Report, stated that this Methodology Report contains the same information as the Amended and Restated Engineer's Report, and read the following directly from the Report:

- The District's Assessment AA2 CIP enables properties within the boundaries of Assessment Area Two to be developed. There is no doubt that the general public, property owners, and property outside of Assessment Area Two will benefit from the provision of the AA2 CIP. However, these benefits are only incidental since the AA2 CIP is designed solely to provide special benefits peculiar to property within Assessment Area Two.
- The land within the District consists of approximately 273.21 +/- acres and is generally located south of Alligator Lake, east and north of Hickory Tree Road, and west of Hickory Tree Lane. The project is split into two assessment areas, and Assessment Area Two consists of approximately 159.75 acres.
- Based upon the information provided by the Developer, the current development plan for the District envisions a total of 545 residential units comprised of 314 residential units in Assessment Area One, with the remaining 231 units in Phase 4 and Phase 5 (collectively "Assessment Area Two"), although development phasing, land use types and unit numbers may change throughout the development period.

- The AA2 CIP needed to serve the Development is projected to consist of off-site roadway improvements, stormwater management, utilities (water, sewer/reuse), electrical utilities and lighting, roadways, entry features and parks and amenities, all as set forth in more detail in the Engineer's Report.
- All the infrastructure included in the AA2 CIP will comprise an interrelated system of improvements with the overall CIP, which means that all of the improvements will serve the entire District and all improvements will be interrelated such that they will reinforce one another. At the time of this writing, the total costs of the AA2 CIP are estimated at \$9,841,689.04, as reflected in Table 2.
- The District is embarking on a program of capital improvements which will facilitate the development of lands within Assessment Area Two of the District. It is the District's intention to finance a portion of the AA2 CIP with proceeds of the Capital Improvement Revenue Bonds, Series 2024 (Assessment Area Two) (the "Series 2024 Bonds") issued in the estimated principal amount of \$4,390,000.
- The Series 2024 Bonds are projected to finance infrastructure construction/acquisition costs in the projected amount of \$3,824,657.00. As the Series 2024 Bonds will finance only a portion of the costs of the AA2 CIP, the balance of the costs in the projected amount of \$6,017,032.04 will be funded by the Developer as a Developer Contribution under a completion agreement that will be entered into by the District and the Developer and/or funded by subsequent bonds issued by the District.
- The supplemental financing plan for the District provides for the issuance of the Series 2024 Bonds in the principal amount estimated at \$4,390,000 to finance a portion of the AA2 CIP projected to total \$3,824,657.00. The Series 2024 Bonds are structured to be amortized in 30 annual installments following an approximately 6-month capitalized interest period. Interest payments on the Series 2024 Bonds would be made every May 1 and November 1 and principal payments on the Series 2024 Bonds would be made every May 1 or November 1.

Mr. Rom stated that potential situations, the True Up mechanism and Lienability Tests were discussed at the last meeting.

Mr. Rom gave an overview of the Appendix Tables.

Mr. Earlywine stated that this Methodology report contains all the findings necessary to proceed with the bond issuance and associated assessments. It shows that the benefit from the CIP project justifies the assessments and that the assessments are fairly and reasonably allocated.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Second Supplemental Special Assessment Methodology Report, in substantial form, was approved.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2024-10, Delegating to the Chairman of the Board of Supervisors of Buena Lago Community Development District (the "District") the Authority to approve The Sale, Issuance and Terms of Sale of Buena Lago Community Development District Capital Improvement Revenue Bonds, Series 2024 (Assessment Area Two), as a Single Series of Bonds Under the Master Trust Indenture (the "Series 2024 Bonds") in Order to Finance the Assessment Area Two Project; Establishing the Parameters for the Principal Amounts, Interest Rates, Maturity Dates, Redemption Provisions and Other Details Thereof; Approving the Form of and Authorizing the Chairman to Accept the Bond Purchase Contract for the Series 2024 Bonds; Approving A Negotiated Sale Of The Series 2024 Bonds to the Underwriter; Ratifying the Master Trust Indenture and Approving the Form of Second Supplemental Trust Indenture and Authorizing the Execution and Delivery Thereof by Certain Officers of the District; Appointing a Trustee, Paying Agent and Bond Registrar for the Series 2024 Bonds; Approving the Form of the Series 2024 Bonds; Approving the Form of and Authorizing the Use of The Preliminary Limited Offering Memorandum and Limited Offering Memorandum Relating to

the Series 2024 Bonds; Approving the Form of the Continuing Disclosure Agreement Relating to the Series 2024 Bonds; Authorizing Certain Officers of the District to Take All Actions Required and to Execute and Deliver All Documents, Instruments and Certificates Necessary In Connection with the Issuance, Sale and Delivery of the Series 2024 Bonds; Authorizing the Vice Chairman and Assistant Secretaries to Act in the Stead of the Chairman or the Secretary, as the Case May Be; Specifying the Application of the Proceeds of the Series 2024 Bonds; Authorizing Certain Officers of the District to Take All Actions and Enter into All Agreements Required in Connection with the Acquisition and Construction of the Assessment Area Two Project; and Providing an Effective Date

Ms. Wilhelm presented Resolution 2024-10, known as the Delegated Award Resolution, which accomplishes the following:

- Delegates to the Chair the authority to enter into a Bond Purchase Contract provided the terms of the Contract are within certain parameters set forth.
- Approves the forms of the documents needed to market, price and sell the bonds, including the Bond Purchase Contract, Second Supplemental Indenture, Preliminary Limited Offering Memorandum (PLOM) and the Continuing Disclosure Agreement.
- Sets forth the parameters within which the Chair can enter into the Bond Purchase Contract as specified in Schedule I to the Resolution, as follows:

Maximum Principal Amount:	Not to Exceed \$6,000,000
Maximum Coupon Rate:	Maximum Statutory Rate
Underwriting Discount:	Maximum 2.0%
Not to Exceed Maturity Date:	Maximum Allowed by Law
Redemption Provisions:	The Series 2024 Bonds shall be subject to redemption as set forth in the form of Series 2024

Bond attached to the form of Supplemental Indenture attached hereto.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2024-10, Delegating to the Chairman of the Board of Supervisors of Buena Lago Community Development District (the "District") the Authority to approve The Sale, Issuance and Terms of Sale of Buena Lago Community Development District Capital Improvement Revenue Bonds, Series 2024 (Assessment Area Two), as a Single Series of Bonds Under the Master Trust Indenture (the "Series 2024 Bonds") in Order to Finance the Assessment Area Two Project; Establishing the Parameters for the Principal Amounts, Interest Rates, Maturity Dates, Redemption Provisions and Other Details Thereof; Approving the Form of and Authorizing the Chairman to Accept the Bond Purchase Contract for the Series 2024 Bonds; Approving A Negotiated Sale Of The Series 2024 Bonds to the Underwriter; Ratifying the Master Trust Indenture and Approving the Form of Second Supplemental Trust Indenture and Authorizing the Execution and Delivery Thereof by Certain Officers of the District; Appointing a Trustee, Paying Agent and Bond Registrar for the Series 2024 Bonds; Approving the Form of the Series 2024 Bonds; Approving the Form of and Authorizing the Use of The Preliminary Limited Offering Memorandum and Limited Offering Memorandum Relating to the Series 2024 Bonds; Approving the Form of the Continuing Disclosure Agreement Relating to the Series 2024 Bonds; Authorizing Certain Officers of the District to Take All Actions Required and to Execute and Deliver All Documents, Instruments and Certificates Necessary In Connection with the Issuance, Sale and Delivery of the Series 2024 Bonds; Authorizing the Vice Chairman and Assistant Secretaries to Act in the Stead of the Chairman or the Secretary, as the Case May Be; Specifying the Application of the Proceeds of the Series 2024 Bonds; Authorizing Certain Officers of the District to Take All Actions and Enter into All Agreements Required in Connection with the Acquisition and Construction of the Assessment Area Two Project; and Providing an Effective Date, was adopted.

Mr. Earlywine anticipated pricing the bonds the last week of June and closing in July. Ms. Wilhelm stated issuance will likely be in mid-July.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2024-11, Setting Forth the Specific Terms of the District's Special Assessment Bonds, Series 2024 ("Bonds"); Making Certain Additional Findings and Confirming and/or Adopting

an Engineer's Report and a Supplemental Assessment Report; Delegating Authority to Prepare Final Reports and Update this Resolution; Confirming the Maximum Assessment Lien Securing the Bonds; Addressing the Allocation and Collection of the Assessments Securing the Bonds; Addressing Prepayments; Addressing True-Up Payments; Providing for the Supplementation of the Improvement Lien Book; and Providing for Conflicts, Severability and an Effective Date

Mr. Earlywine presented Resolution 2024-11, known as the Delegated Assessment Resolution, which accomplishes the following:

- Finalizes the assessments consistent with the final pricing; the Assessment Methodology Report will be updated with the final pricing amounts.
- Authorizes Staff to attach the updated Report based on the pricing and for it to become the Final Assessment Resolution that sets forth the assessments and for it to be used at the closing.

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2024-11, Setting Forth the Specific Terms of the District's Special Assessment Bonds, Series 2024 ("Bonds"); Making Certain Additional Findings and Confirming and/or Adopting an Engineer's Report and a Supplemental Assessment Report; Delegating Authority to Prepare Final Reports and Update this Resolution; Confirming the Maximum Assessment Lien Securing the Bonds; Addressing the Allocation and Collection of the Assessments Securing the Bonds; Addressing Prepayments; Addressing True-Up Payments; Providing for the Supplementation of the Improvement Lien Book; and Providing for Conflicts, Severability and an Effective Date, was adopted.

SEVENTH ORDER OF BUSINESS

Consideration of Forms of Issuer's Counsel Documents

Mr. Earlywine presented the following:

- A. Collateral Assignment**
- B. Completion Agreement**

- C. Declaration of Consent
- D. Disclosure of Public Finance
- E. Notice of Special Assessments
- F. True Up Agreement

On MOTION by Ms. Kaercher and seconded by Mr. Williams, with all in favor, the Collateral Assignment, Completion Agreement, Declaration of Consent, Disclosure of Public Finance, Notice of Special Assessments and True Up Agreement, in substantial form, were approved.

EIGHTH ORDER OF BUSINESS

**Consideration of FMSbonds, Inc. Rule G-17
Disclosure Letter**

On MOTION by Ms. Bronson and seconded by Ms. Kaercher, with all in favor, the FMSbonds, Inc. Rule G-17 Disclosure Letter, was approved.

NINTH ORDER OF BUSINESS

**Presentation of Audited Financial Report
for the Fiscal Year Ended September 30,
2023, Prepared by Grau & Associates**

Mr. Rom presented the Audited Financial Report for the Fiscal Year Ended September 30, 2023 and noted the pertinent information. There were no findings, recommendations, deficiencies on internal control or instances of non-compliance; it was a clean audit.

TENTH ORDER OF BUSINESS

**Consideration of Resolution 2024-12,
Hereby Accepting the Audited Financial
Statements for the Fiscal Year Ended
September 30, 2023**

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, Resolution 2024-12, Hereby Accepting the Audited Financial Statements for the Fiscal Year Ended September 30, 2023, was adopted.

ELEVENTH ORDER OF BUSINESS

**Acceptance of Unaudited Financial
Statements as of April 30, 2024**

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the Unaudited Financial Statements as of April 30, 2024, were accepted.

TWELFTH ORDER OF BUSINESS**Approval of April 18, 2024 Public Hearings and Regular Meeting Minutes**

On MOTION by Ms. Bronson and seconded by Ms. Kaercher, with all in favor, the April 18, 2024 Public Hearings and Regular Meeting Minutes, as presented, were approved.

THIRTEENTH ORDER OF BUSINESS**Staff Reports****A. District Counsel: Kutak Rock LLP**

Mr. Earlywine stated the bond funds should be available around the third week of July.

B. District Engineer: Dewberry Engineers, Inc.

There was no report.

C. District Manager: Wrathell, Hunt and Associates, LLC

- **108 Registered Voters in District as of April 15, 2024**
- **NEXT MEETING DATE: July 18, 2024 at 10:30 AM [Adoption of Fiscal Year 2025 Budget]**
 - **QUORUM CHECK**

FOURTEENTH ORDER OF BUSINESS**Board Members' Comments/Requests**

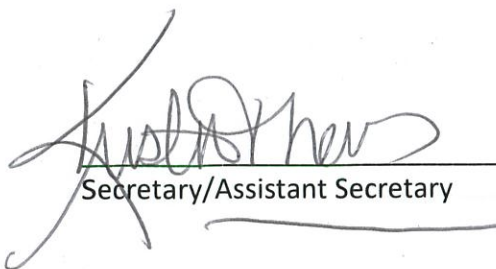
There were no Board Members' comments or requests.

FIFTEENTH ORDER OF BUSINESS**Public Comment**

No members of the public spoke.

SIXTEENTH ORDER OF BUSINESS**Adjournment**

On MOTION by Ms. Kaercher and seconded by Ms. Bronson, with all in favor, the meeting adjourned at 10:50 a.m.



Secretary/Assistant Secretary



Chair/Vice Chair