

**MINUTES OF MEETING
RIVERWALK
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Riverwalk Community Development District was held Wednesday, **September 21, 2022** at 4:00 p.m. at 6200 Lee Vista Boulevard, Suite 300, Orlando, Florida.

Present and constituting a quorum:

Eric Baker	Chairman
Mary Burns	Vice Chairperson
Chris Wrenn	Assistant Secretary

Also present were:

Jason Showe	District Manager, GMS
Tucker Mackie	District Counsel
John Townsend	Engineer

FIRST ORDER OF BUSINESS

Introduction

A. Roll Call

Mr. Showe called the meeting to order and called the roll. Three Board members were present constituting a quorum.

B. Public Comment Period

There were no members of the public present for the meeting.

C. Oath of Office

Mr. Showe swore in all Supervisors: Mr. Eric Baker, Ms. Mary Burns, and Mr. Chris Wrenn. He reviewed all forms that were to be completed.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

Mr. Showe confirmed that the meeting had been properly noticed as required by the statutes.

B. Information on Community Development Districts and Public Official Responsibilities and Florida Statutes Chapter 190

Mr. Showe stated that since the Supervisors were familiar with the Sunshine Law and other legalities.

C. Election of Officers

1. Resolution 2022-01 Appointing Officers

Mr. Showe stated election of officers is required. He asked that George Flint serve as Secretary, Mr. Showe and Ms. Burns serve as Assistant Secretaries, and Katie Costa serve as Treasurer. Other Supervisors not in attendance were listed as Assistant Secretaries,

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-01 Appointing Officers with Mr. Eric Baker as Chair, Mr. Wrenn as Vice Chair, and Mr. George Flint as Assistant Secretary, Ms. Burns and Mr. Showe as Assistant Secretaries, and Katie Costa as Treasurer, was approved.

THIRD ORDER OF BUSINESS Retention of District Staff

A. Consideration of Contract for District Management Services

i. Resolution 2022-02 Appointing District Manager

Mr. Showe reported that this resolution would appoint GMS as the District Manager.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-02 Appointing GMS as the District Manager, was approved.

B. Consideration of Contract for District Counsel Services

i. Resolution 2022-03 Appointing District Counsel

Mr. Showe stated that this resolution will appoint Kutak Rock LLP as District Counsel.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Resolution 2022-03 Appointing Kutak Rock LLP as District Counsel, was approved.

C. Resolution 2022-04 Selection of Registered Agent and Office

Mr. Showe stated that it is required by the state to have a registered agent and designate the office of this agent. Mr. Showe noted this would name George Flint as a registered agent and his office address as the registered office location.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Resolution 2022-04 Selecting Mr. Flint as the Registered Agent and his office as the Registered Office, was approved.

D. Resolution 2022-05 Appointing Interim District Engineer

Mr. Showe noted these could be taken together and stated this would appoint Donald W. McIntosh Associates as the Interim District Engineer.

E. Consideration of Interim District Engineering Agreement

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-05 Appointing the Interim District Engineer, and Approving the District Engineering Agreement, was approved.

F. Request Authorization to Issue RFQ for Engineering Services

Mr. Showe stated Dewberry will remain the interim engineer until the District is ready to go through the RFQ process.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Authorization to Allow Staff to Issue RFQ for Engineering Services, was approved.

FOURTH ORDER OF BUSINESS

Designation of Meetings and Hearing Dates

A. Consideration of Resolution 2022-06 Designation of Regular Monthly Meeting Date, Time, and Location for remaining Fiscal Year 2022 and Fiscal Year 2023

Mr. Showe stated the District is required to develop a meeting schedule. He recommended the third Thursday of the month at 10:00 a.m. in the same location. After discussion the Board agreed on the 3rd Wednesday at 3:30 p.m. in the same location.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-06 Designation of Regular Monthly Meeting Date, Time, and Location for the Remaining of the Fiscal Year 2022 and Fiscal Year 2023 for the 3Rd Wednesday of Each Month at 3:30 p.m. in the Same Location, was approved.

B. Consideration of Resolution 2022-07 Designation of Landowner’s Meeting Date, Time, and Location

Mr. Showe recommended that the Landowner meeting be held on November 16, 2022 at 3:30 p.m. at the same location.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-07 Designation of Landowner’s Meeting for November 16, 2022 at 3:30 p.m., at same location, was approved.

C. Designation of Dates of Public Hearing to Adopt Rules of Procedure in accordance with Section 120.54, Florida Statutes

1. Consideration of Resolution 2022-08 Setting a Public Hearing to Consider the Proposed Rules of the District

Mr. Showe noted the Rules of Procedure were included in the agenda package. He suggested the public hearing be November 16, 2022 at 3:30 p.m. at the same location.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-08 Setting the Public Hearing for November 16, 2022 at 3:30 p.m. at the Same Location, was approved.

D. Designation of Dates of Public Hearing on the Budgets for Fiscal Year 2022

1. Consideration of Resolution 2022-09 Setting the Public Hearing and Approving the Proposed Budget for Fiscal Year 2022

Mr. Showe noted this was included in the package. He suggested the meeting be set for Wednesday, November 16, 2022 at 3:30 p.m. at the same location.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-09 Setting the Public Hearing for November 16, 2022 at 3:30 p.m. at the same location and Approving the Proposed Budget for Fiscal Years 2022 and 2023 Budgets, was approved.

2. Approval of the Fiscal Year 2022 and Fiscal Year 2023 Budget Funding Agreement

Mr. Showe presented the Budget Funding Agreement with Pulte Group. They agree to fund on the 2022/2023 budget that was just approved.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, the Fiscal Year 2022 and 2023 Developer Funding Agreement, was approved.

3. Consideration of Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Budget for Fiscal Year 2023

Mr. Showe suggested the November 16, 2022 date and time of 3:30 p.m. in same location.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, the Resolution 2022-10 Setting the Public Hearing and Approving the Proposed Budget for Fiscal Year 2023 for November 16, 2022 at 3:30 p.m. in the Same Location, was approved.

E. Resolution 2022-11 Setting Date of Public Hearing Expressing the District’s Intent to Utilize the Uniform Method of Levying, Collecting and Enforcing Non-Ad-Valorem Assessments in accordance with Section 197.3632, Florida Statutes

Mr. Showe noted this outlines the District’s process to collect assessments using the Orange County tax bill when we are ready to do so. He suggested the public hearing for November 16, 2022 at 3:30 p.m. in the same location.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-11 Setting the Public Hearing Expressing the District’s Intent to Utilize the Uniform Method of Levying, Collecting and Enforcing Non-Ad-Valorem Assessments in Accordance with Section 197.3632, Florida Statutes for November 16, 2022 at 3:30 p.m. in the same location, was approved.

FIFTH ORDER OF BUSINESS

Other Organizational Matters

A. Resolution 2022-12 Designating a Qualified Public Depository

Mr. Showe stated that this would appoint the depository as Truist which is used at all of the Districts.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Resolution 2022-12 Designating Truist Bank as the District Depository, was approved.

B. Resolution 2022-13 Authorization of Bank Account Signatories

Mr. Showe asked that the signatories be George Flint, and Katie Costa.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-13 Authorizing George Flint and Katie Costa as Bank Account Signatories, was approved.

C. Consideration of Resolution 2022-14 Relating to Defense of Board Members

Ms. Mackie noted that this resolution outlines legal support to Board members and staff as outlined in the resolution when acting in their capacity as Board members.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-14, Relating to Defense of Board Members, was approved.

D. Consideration of Resolution 2022-15 Ratifying District Counsel's Actions in Recording the Property Records of Orange County, Florida the "Notice of Establishment" in accordance with Chapter 190.0485, Florida Statutes

1. Notice of Establishment

Mr. Showe noted that this is a statutory requirement.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-15 Ratifying District Counsel's Actions in Recording the Property Records of Orange County, Florida the Notice of Establishment in Accordance with Chapter 190.0485, Florida Statutes, was approved.

E. Consideration of Resolution 2022-16 Adopting Investment Guidelines

Mr. Showe stated this was included in the package and this an alternative investment guideline for investment of public funds that are in excess of the amounts needed to make current operating expenses.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-16 Adopting Alternative Investment Guidelines, was approved.

F. Consideration of Resolution 2022-17 Authorizing Execution of Public Depositor Report

Mr. Showe reported that this authorizes the District Manager or Treasurer to file the report with the Treasurer of the State of Florida. The Board had no questions.

On MOTION by Mr. Baker, seconded by Ms. Burns, with all in favor, Resolution 2022-17 Authorizing Execution of Public Depositor Report, was approved.

G. Consideration of Resolution 2022-18 Designating a Policy for Public Comment

Mr. Showe stated that this resolution sets forth guidelines and rules to govern public comment at public meetings. Florida Statute required that members be given a reasonable opportunity to be heard on any proposition.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Resolution 2022-18 Designating a Policy for Public Comment, was approved.

H. Consideration of Resolution 2022-19 Adopting a Travel and Reimbursement Policy

Mr. Showe stated that the Florida statutes establish travel reimbursement rates, applicable to all public officers, employees, and authorized persons who are authorized to travel on behalf of a public agency, and this adopts those rates. The Board had no questions.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Resolution 2022-19 Adopting a Travel and Reimbursement Policy, was approved.

I. Consideration of Resolution 2022-20 Adopting Prompt Payment Policy

Mr. Showe noted Florida statutes require timely payment to vendors and contractors and this policy outlines the terms attached as Exhibit 'A.'

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Resolution 2022-20 Adopting Prompt Payment Policy, was approved.

J. Consideration of Resolution 2022-21 Adopting a Records Retention Policy

Mr. Showe stated that Resolution 2022-21 provides two options for retaining records and they recommend option one allowing staff to dispose of records as needed by the statutory schedule and the Board agreed.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor Resolution 2022-21 Adopting a Records Retention Policy of Option 1, was approved.

K. Consideration of Compensation to Board Members

Mr. Showe reviewed the subject of Board compensation of \$200 per meeting. All Supervisors in attendance elected to waive compensation.

L. Resolution 2022-22 Designating the Primary Administrative Office and Principal Headquarters of the District

Mr. Showe stated the Primary Administrative Office would be GMS's office in Orlando at 219 East Livingston Street. The principal headquarters for establishing a venue would be 1408 Hamblen Avenue Unit E in St. Cloud.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Resolution 2022-22 Designating the Primary Administrative Office in Orlando and Principal Headquarters of the District as 1408 Hamblen Avenue in St. Cloud, was approved.

M. Consideration of Website Services Agreement

Mr. Showe stated this agreement would be with ReAlign Web Design and noted the fee for \$1,750 is a one-time fee.

On MOTION by Mr. Wrenn, seconded by Mr. Baskar, with all in favor, the Agreement with ReAlign Web Design for \$1,750, was approved.

N. Authorization to Prepare Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing Date of August 1st for Orange County

Mr. Showe stated this will authorize staff to prepare a Public Facilities Report to be filed in Orange County.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, Authorization for staff to prepare a Public Facilities Report in Accordance with Chapter 189.08 Florida Statutes to Coincide with Special District Filing in Orange County, was approved.

O. Consideration of Resolution 2022-23 Authorizing Chairperson to Execute Plats, Permits and Conveyances

Mr. Showe stated this will authorize Chairperson to Execute Plats, Permits and Conveyances. A question was asked if the Chair or Vice Chair or other Board members could execute this. The change was made to have Vice execute as well.

On MOTION by Mr. Baker, seconded by Ms. Burns, with all in favor, Resolution 2022-23 Authorizing Chairperson or Vice Chairperson to Execute Plats Permits and Conveyances, was approved as amended.

SIXTH ORDER OF BUSINESS

Capital Improvements

A. Appointment of Financing Team

Mr. Showe noted this appoints a financing team.

1. Bond Counsel

Mr. Showe noted this would be for Greenberg Traurig as Bond Counsel and the agreement is in the packet.

2. Underwriter

Mr. Showe noted FMS Bond Specialist would be the investment banker.

3. Assessment Administrator

Mr. Showe noted this would be with GMS and has been previously approved.

4. Trustee

Mr. Showe noted this proposal in the packet is with US Bank.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Appointing the Financing Team, was approved.

B. Approval of Financing Team Funding Agreement

Mr. Showe explained that under the terms of this agreement any funds provided as part of this agreement would be reimbursed under the future bond issuance. This is with Pulte.

On MOTION by Mr. Baker, seconded by Mr. Wrenn, with all in favor, the Financing Team Funding Agreement, was approved.

EIGHTH ORDER OF BUSINESS

Other Business

A. Staff Reports

i. Attorney

The validation process will be brought before the Board at the November meeting.

ii. Manager

Mr. Showe had nothing further to report.

B. Supervisors Requests

There being none, the next item followed.

C. Approval of Funding Request No. 1

Mr. Showe noted this request was in the package for review. This is an initial startup cost for ads, public hearings, and insurance.

On MOTION by Mr. Wrenn, seconded by Mr. Baker, with all in favor, Funding Request No. 1, was approved.

NINTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Baker, seconded by Ms. Burns, with all in favor, the meeting was adjourned.


Secretary/Assistant Secretary


Chairman/Vice Chairman