

**MINUTES OF MEETING
TWISTED OAKS POINTE COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Twisted Oaks Pointe Community Development District held a Regular Meeting on March 22, 2024 at 2:00 p.m., at The Villages Public Library at Pinellas Plaza, 7375 Powell Rd., Conference Room 162, Wildwood, Florida 34785.

Present at the meeting:

John Curtis	Vice Chair
Greg Beliveau	Assistant Secretary
Troy Simpson	Assistant Secretary

Also present:

Ernesto Torres	District Manager
Jere Earlywine (via telephone)	District Counsel
Matt Morris (via telephone)	District Engineer
Steve Sanford (via telephone)	Bond Counsel
William Fife (via telephone)	Supervisor-Appointee

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Torres called the meeting to order at 2:05 p.m. Supervisors Curtis, Simpson and Beliveau were present. Supervisors Bain and Williams were not present.

SECOND ORDER OF BUSINESS

Public Comments

There were no public comments.

THIRD ORDER OF BUSINESS

**Acceptance of Resignation of Candice Bain;
Seat 1**

<p>On MOTION by Mr. Curtis and seconded by Mr. Simpson, with all in favor, the resignation of Ms. Candice Bain from Seat 1, was accepted.</p>
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FOURTH ORDER OF BUSINESS

**Consider Appointment of Bill Fife to Fill
Unexpired Term of Seat 1; Term Expires
November 2026**

Mr. Curtis nominated Mr. Bill Fife to fill Seat 1. No other nominations were made.

On MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, the appointment of Mr. Bill Fife to Seat 1, was approved.

FIFTH ORDER OF BUSINESS

Administration of Oath of Office (the following will be provided in a separate package)

The Oath of Office will be administered to Mr. Bill Fife by a Notary at his location.

- A. Memorandum Regarding Required Ethics Training and Disclosure Filing**
- B. Sample Form 1 2023/Instructions**
- C. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- D. Membership, Obligations and Responsibilities**
- E. Form 8B – Memorandum of Voting Conflict**

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2024-03, Appointing and Removing Officers of the District and Providing for an Effective Date

This item was deferred.

SEVENTH ORDER OF BUSINESS

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

Mr. Earlywine presented the FMSbonds, Inc. Engagement Letter for Underwriter Services and Rule G-17 Disclosure.

On MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, the FMSbonds, Inc. Engagement letter for Underwriters Services and Rule G-17 Disclosure, was approved.

EIGHTH ORDER OF BUSINESS

Presentation/Consideration of Third Supplemental Engineer’s Report

Mr. Earlywine stated that the Third Supplemental Engineer’s Report was updated to include costs for the Assessment Area Three Project. He requested approval in substantial form.

On MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, the Third Supplemental Engineer’s Report dated March 11, 2024, in substantial form, was approved.

NINTH ORDER OF BUSINESS

Presentation/Consideration of Third Supplemental Special Assessment Methodology Report

Mr. Torres stated the Report was updated to mirror the same product types and estimated costs for Assessment Area Three as in the Engineer’s Report. Mr. Earlywine requested approval in substantial form for the purposes of the bond issuance.

On MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, the Preliminary Third Supplemental Special Assessment Methodology Report dated March 22, 2024, in substantial form, was approved.

TENTH ORDER OF BUSINESS

Consideration of Resolution 2024-04, Authorizing the Issuance of Not Exceeding \$16,000,000 Twisted Oaks Pointe Community Development District, Special Assessment Bonds, Series 2024 (Assessment Area Three Project) (the “Assessment Area Three Bonds”) to Finance Certain Public Infrastructure Within the District for the Benefit of a Designated Assessment Area Within the District Referred to as Assessment Area Three; Determining the Need for a Negotiated Limited Offering of the Assessment Area Three Bonds and Providing for a Delegated Award of Such Assessment Area Three Bonds; Appointing the Underwriter for the Limited Offering of the Assessment Area Three Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract with Respect to the Assessment Area Three Bonds; Authorizing the Use of That Certain Master Trust Indenture Dated as of May 1, 2023 and Approving the Form of and Authorizing the Execution and Delivery of a Third Supplemental Trust Indenture; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum; Approving the Execution and Delivery of a Final Limited Offering Memorandum; Approving the Form of and Authorizing the

Execution of a Continuing Disclosure Agreement, and Appointing a Dissemination Agent; Approving the Application of Bond Proceeds; Authorizing Certain Modifications to the Assessment Methodology Report and Engineer’s Report; Making Certain Declarations; Providing for the Registration of the Assessment Area Three Bonds Pursuant to the DTC Book-Entry Only System; Authorizing the Proper Officials to Do All Things Deemed Necessary In Connection with the Issuance, Sale and Delivery of the Assessment Area Three Bonds; and Providing for Severability, Conflicts and an Effective Date

The following change was made to Resolution 2024-04.

Throughout: Change “16,000,000” to “\$9,600,000”

Mr. Sanford presented Resolution 2024-04, which accomplishes the following:

- Authorizes the Series 2024 principal amount of bonds not exceeding \$9,600,000 to finance a portion of the public infrastructure necessary for the development of Assessment Area Three.
- Sets forth certain parameters for the Series 2024 bonds, including granting the Chair or Vice Chair to execute a Bond Purchase Agreement.
- Sets forth that the interest rate on the Series 2024 bonds shall not exceed the maximum statutory rate, the principal installments cannot exceed 30 years and the compensation to the Underwriter is 98% of the aggregate face amount of the Series 2024 bonds.
- Approves the forms of Exhibits A through D attached to the Resolution, including the Bond Purchase Contract, Preliminary Limited Offering Memorandum (PLOM), Continuing Disclosure Agreement and a Third Supplemental Trust Indenture.
- Sets forth that the bonds shall have a final maturity not later than the maximum terms allows by Florida law, currently 30 years of principal amortization.
- Sets forth that, after the bond issue, a Final First Supplemental Methodology Report will be presented that will duplicate the bond structure.
- Authorizes making any necessary changes to the Engineer’s Report and Methodology Report, in connection with marketing the bonds, without the need for a Special Meeting.

On MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, Resolution 2024-04, as amended, Authorizing the Issuance of Not Exceeding

\$9,600,000 Twisted Oaks Pointe Community Development District, Special Assessment Bonds, Series 2024 (Assessment Area Three Project) (the "Assessment Area Three Bonds") to Finance Certain Public Infrastructure Within the District for the Benefit of a Designated Assessment Area Within the District Referred to as Assessment Area Three; Determining the Need for a Negotiated Limited Offering of the Assessment Area Three Bonds and Providing for a Delegated Award of Such Assessment Area Three Bonds; Appointing the Underwriter for the Limited Offering of the Assessment Area Three Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract with Respect to the Assessment Area Three Bonds; Authorizing the Use of That Certain Master Trust Indenture Dated as of May 1, 2023 and Approving the Form of and Authorizing the Execution and Delivery of a Third Supplemental Trust Indenture; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum; Approving the Execution and Delivery of a Final Limited Offering Memorandum; Approving the Form of and Authorizing the Execution of a Continuing Disclosure Agreement, and Appointing a Dissemination Agent; Approving the Application of Bond Proceeds; Authorizing Certain Modifications to the Assessment Methodology Report and Engineer's Report; Making Certain Declarations; Providing for the Registration of the Assessment Area Three Bonds Pursuant to the DTC Book-Entry Only System; Authorizing the Proper Officials to Do All Things Deemed Necessary In Connection with the Issuance, Sale and Delivery of the Assessment Area Three Bonds; and Providing for Severability, Conflicts and an Effective Date, was adopted.

ELEVENTH ORDER OF BUSINESS

Consideration of Resolution 2024-05, Setting Forth the Specific Terms of the District's Special Assessment Bonds, Series 2024 ("Bonds"); Making Certain Additional Findings and Confirming and/or Adopting a Supplemental 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 2024-05, which accomplishes the following:

- Delegates the authority to issue the Series 2024 Bonds.

➤ Sets for that the assessments will match the final pricing on the bonds and contemplates an amendment to the Assessment Report, once the final pricing terms are obtained.

On MOTION by Mr. Beliveau and seconded by Mr. Curtis, with all in favor, Resolution 2024-05, Setting Forth the Specific Terms of the District’s Special Assessment Bonds, Series 2024 (“Bonds”); Making Certain Additional Findings and Confirming and/or Adopting a Supplemental 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, and authorizing the Chair to execute, was approved.

TWELFTH ORDER OF BUSINESS

Consideration of Forms of Issuer’s Counsel Documents

Mr. Earlywine presented the following and recommended approval in substantial form:

- A. Collateral Assignment Agreement**
- B. Completion Agreement**
- C. Declaration of Consent**
- D. Disclosure of Public Finance**
- E. Notice of Special Assessments**
- F. True-Up Agreement**
- G. Acquisition Agreement**

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

THIRTEENTH ORDER OF BUSINESS

Consideration of Interlocal Agreement for Operation and Maintenance

Mr. Earlywine stated the Agreement authorizes the CDD to operate and maintain certain off-site road improvements and stormwater for the commercial and multi-family

property. The Agreements and Letter behind the Thirteenth, Fourteenth, Fifteenth, Sixteenth and Seventeenth Orders of Business were approved simultaneously under one motion.

FOURTEENTH ORDER OF BUSINESS

Consideration of Cost Share Agreement for Offsite Improvements

FIFTEENTH ORDER OF BUSINESS

Consideration of CDD Drainage Easement Agreement

SIXTEENTH ORDER OF BUSINESS

Consideration of CDD Drainage Easement (Perpetual) Agreement for Multi-Family Parcel M-1 (Tracts OS1 and W1)

SEVENTEENTH ORDER OF BUSINESS

Consideration of Letter to Multifamily Owner Regarding Stormwater System

<p>On MOTION by Mr. Simpson and seconded by Mr. Curtis, with all in favor, the Interlocal Agreement for Operation and Maintenance with the City of Wildwood, Florida, Cost Share Agreement for Offsite Improvements, CDD Drainage Easement Agreement, CDD Drainage Easement (Perpetual) Agreement for Multi-Family Parcel M-1 Tracts OS1 and W1 and the Letter to Multifamily Owner Regarding Stormwater System, were approved.</p>
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EIGHTEENTH ORDER OF BUSINESS

Ratification Items

Mr. Torres presented the following:

- A. Hughes Brothers Construction Inc. Change Orders**
 - I. No. 1: Twisted Oaks Pointe Project – Commercial Roadway**
 - II. No. 2: Twisted Oaks Pointe Project - Phase 2 Infrastructure**
 - III. No. 4: Twisted Oaks Pointe Project - Phase 2 Infrastructure**
 - IV. No. 4: Twisted Oaks Pointe Project - Phase 1 Infrastructure**
 - V. No. 8: Twisted Oaks Pointe Project - Phase 1 Infrastructure**
 - VI. No. 9: Twisted Oaks Pointe Project - Phase 1 Infrastructure**
 - VII. No. 1: Twisted Oaks Pointe Project - Highfields Phase 2**
 - VIII. No. 2: Twisted Oaks Pointe Project - Highfields Phase 2**
 - IX. No. 3: Twisted Oaks Pointe Project - Highfields Phase 2**
 - X. No. 2: Twisted Oaks Pointe Project - Highfields Phase 1**
 - XI. No. 3: Twisted Oaks Pointe Project - Highfields Phase 1**

- XII. No. 4: Twisted Oaks Pointe Project - Highfields Phase 1
- XIII. No. 4: Twisted Oaks Pointe Project - Highfields Mass Grading
- XIV. No. 6: Twisted Oaks Pointe Project - Highfields Mass Grading
- XV. No. 8: Twisted Oaks Pointe Project - Mass Grading Work
- XVI. No. 9: Twisted Oaks Pointe Project - Mass Grading Work
- B. Assignment of Contractor Agreement [Twisted Oaks Pointe Project – Highfield Phase 2]
- C. Fortiline Waterworks Purchase Requisitions Requests
 - I. Highfield Phase 2 Project
 - II. Commercial Roadway Project
 - III. Twisted Oaks Pointe – Highfield Phase 1 Project
 - IV. Twisted Oaks Pointe Phase Two Project
 - V. Twisted Oaks Pointe – Townhomes Phase One Project
 - VI. Twisted Oaks Pointe – Townhomes Phase Two Project
- D. Del Zotto Products of Florida, Inc., Purchase Requisitions Requests
 - I. Twisted Oaks Pointe Phase Two Project
 - II. Twisted Oaks Pointe – Highfield Phase 2 Project

MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, the Hughes Brothers Construction Inc., Change Orders, as listed, Assignment of Contractor Agreement for the Twisted Oaks Pointe Project – Highfield Phase 2, Fortiline Waterworks Purchase Requisitions Requests, as listed, and Del Zotto Products of Florida, Inc., Purchase Requisitions Requests, as listed, were ratified.

NINETEENTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of January 31, 2024

On MOTION by Mr. Simpson and seconded by Mr. Curtis, with all in favor, the Unaudited Financial Statements as of January 31, 2024, were accepted.

TWENTIETH ORDER OF BUSINESS

Approval of January 8, 2024 Regular Meeting Minutes

On MOTION by Mr. Curtis and seconded by Mr. Simpson, with all in favor, the January 8, 2024 Regular Meeting Minutes, as presented, were approved.

TWENTY-FIRST ORDER OF BUSINESS

Staff Reports

A. District Counsel: Kutak Rock LLP

Mr. Earlywine discussed the need to accept an assignment or for a change order covering the first contract in order to assume the work for Assessment Area Three and recommended a motion to do so.

On MOTION by Mr. Curtis and seconded by Mr. Simpson, with all in favor, authorization to accept assignment or for a change order covering the first Hughes Brothers Construction Inc. contract, in order to assume the work for Assessment Area Three, subject to Staff's preparation of the requisite assignment documents, was approved.

Mr. Earlywine stated that he expects the bonds to be priced within the next week or so and close three weeks from then.

B. District Engineer: Morris Engineering and Consulting, LLC

There was nothing further to report.

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

- **NEXT MEETING DATE: April 8, 2024 at 10:00 AM**
 - **QUORUM CHECK**

Supervisors Fife, Curtis, Simpson and Beliveau confirmed their attendance at the April 8, 2024 meeting. Mr. Williams is unavailable.

TWENTY-SECOND ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

TWENTY-THIRD ORDER OF BUSINESS

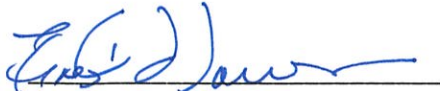
Public Comments

No members of the public spoke.

TWENTY-FOURTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Curtis and seconded by Mr. Beliveau, with all in favor, the meeting adjourned at 2:26 p.m.


Secretary/Assistant Secretary


Chair/Vice Chair