

**MINUTES OF MEETING
ARBORS
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Arbors Community Development District held a Regular Meeting on January 19, 2023 at 2:30 p.m., at 14785 Old St. Augustine Road, Suite #300, Jacksonville, Florida 32258.

Present at the meeting were:

Sarah Wicker	Chair
Robert Porter	Vice Chair
Christopher Williams	Assistant Secretary
James Teagle	Assistant Secretary
Heather Allen	Assistant Secretary

Also present were:

Ernesto Torres	District Manager
Craig Wrathell	Wrathell, Hunt and Associates, LLC (WHA)
Tucker Mackie	District Counsel
Kyle McGee (via telephone)	Kutak Rock LLP
Cynthia Wilhelm	Bond Counsel
Vince Dunn (via telephone)	District Engineer

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Torres called the meeting to order at 2:36 p.m. All Supervisors were present.

SECOND ORDER OF BUSINESS

Public Comments

There were no public comments.

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Elected Supervisors, Bob Porter [Seat 2] and Heather Allen [Seat 4] (*the following will be provided in a separate package*)

Mr. Torres, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Bob Porter and Ms. Heather Allen. The following items were provided and briefly explained:

- A. **Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. **Membership, Obligations and Responsibilities**
- C. **Chapter 190, Florida Statutes**
- D. **Financial Disclosure Forms**
 - I. **Form 1: Statement of Financial Interests**
 - II. **Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - III. **Form 1F: Final Statement of Financial Interests**
- E. **Form 8B: Memorandum of Voting Conflict**

FOURTH ORDER OF BUSINESS

Consideration of Response(s) to Request for Qualifications (RFQ) for Engineering Services

- A. **Affidavit of Publication**
- B. **RFQ Package**
- C. **Respondent(s): Dunn & Associates, Inc.**

These items were included for informational purposes.

- D. **Competitive Selection Criteria/Ranking**

Ms. Mackie stated, given that there was only one respondent to the RFQ, the Board can suggest a point allocation.

Dunn & Associates, Inc., received 95 out of 100 points from each Board Member.

- E. **Award of Contract**

The consensus was to award the contract to Dunn & Associates, Inc.

On MOTION by Mr. Porter and seconded by Mr. Teagle, with all in favor, awarding the District Engineering contract to Dunn & Associates, Inc., the sole respondent to the RFQ for Engineering Services, was approved.

FIFTH ORDER OF BUSINESS

Presentation of Engineer's Report *(for informational purposes)*

Mr. Dunn presented the Engineer's Report for Capital Improvements for Infrastructure, dated July 15, 2022.

SIXTH ORDER OF BUSINESS

Presentation of Preliminary Supplemental Special Assessment Methodology Report

Mr. Wrathell presented the Preliminary Supplemental Special Assessment Methodology Report dated January 19, 2023 and reviewed the Appendix Tables on Pages 11 through 13.

Discussion ensued regarding the annual debt assessment amount and the coupon rate.

Ms. Mackie suggested approving the Methodology in substantial form for purposes of including the two documents in the bond offering statement.

On MOTION by Mr. Porter and seconded by Ms. Wicker, with all in favor, the Preliminary Supplemental Special Assessment Methodology Report, in substantial form, was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2023-33, Delegating to the Chairman of the Board of Supervisors of Arbors Community Development District (the "District") the Authority to Approve the Sale, Issuance and Terms of Sale of Arbors Community Development District Capital Improvement Revenue Bonds, Series 2023, as a Single Series of Bonds Under the Master Trust Indenture (the "Series 2023 Bonds") in Order to Finance the Series 2023 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 2023 Bonds; Approving a Negotiated Sale of the Series 2023 Bonds to the

Underwriter; Approving the Forms of the Master Trust Indenture and First 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 2023 Bonds; Approving the Form of the Series 2023 Bonds; Approving the Form of and Authorizing the Use of the Preliminary Limited Offering Memorandum and Limited Offering Memorandum Relating to the Series 2023 Bonds; Approving the Form of the Continuing Disclosure Agreement Relating to the Series 2023 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 2023 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 2023 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 Series 2023 Project; and Providing an Effective Date

Ms. Wilhelm stated Resolution 2023-33 is known as the delegated award Resolution and accomplishes the following:

- Authorizes the Chair to enter into a Bond Purchase Contract (BPC), so long as the purchase contract is within the parameters that the Board will approve, which are attached in Schedule I of the Resolution.

➤ Approves the forms of certain documents needed to market, price and sell the bonds, including the BPC, Master Trust Indenture, First Supplemental Trust Indenture, Preliminary Limited Offering Memorandum (PLOM) and the Continuing Disclosure Agreement (CDA).

Ms. Wilhelm reviewed the Schedule I Parameters.

On MOTION by Mr. Porter and seconded by Mr. Teagle, with all in favor, Resolution 2023-33, Delegating to the Chairman of the Board of Supervisors of Arbors Community Development District (the "District") the Authority to Approve the Sale, Issuance and Terms of Sale of Arbors Community Development District Capital Improvement Revenue Bonds, Series 2023, as a Single Series of Bonds Under the Master Trust Indenture (the "Series 2023 Bonds") in Order to Finance the Series 2023 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 2023 Bonds; Approving a Negotiated Sale of the Series 2023 Bonds to the Underwriter; Approving the Forms of the Master Trust Indenture and First 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 2023 Bonds; Approving the Form of the Series 2023 Bonds; Approving the Form of and Authorizing the Use of the Preliminary Limited Offering Memorandum and Limited Offering Memorandum Relating to the Series 2023 Bonds; Approving the Form of the Continuing Disclosure Agreement Relating to the Series 2023 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 2023 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 2023 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 Series 2023 Project; and Providing an Effective Date, was adopted.

EIGHTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of November 30, 2022

Mr. Torres presented the Unaudited Financial Statements as of November 30, 2022.

On MOTION by Mr. Porter and seconded by Ms. Wicker, with all in favor, the Unaudited Financial Statements as of November 30, 2022, were accepted.

NINTH ORDER OF BUSINESS

Approval of Minutes

Mr. Torres presented the following:

- A. December 6, 2022 Landowners’ Meeting**
- B. December 6, 2022 Public Hearings and Regular Meeting**

On MOTION by Mr. Teagle and seconded by Ms. Wicker, with all in favor, the December 6, 2022 Landowners’ Meeting and December 6, 2022 Public Hearings and Regular Meeting Minutes, as presented, were approved.

TENTH ORDER OF BUSINESS

Staff Reports

- A. District Counsel: *Kutak Rock LLP***

There was no report.

- B. District Engineer: *Dunn & Associates, Inc.***

There was no report.

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

- **NEXT MEETING DATE: February 7, 2023 at 1:00 PM [Fiscal Year 2022/2023 Budget Public Hearing]**
 - **QUORUM CHECK**

The next meeting will be held on February 7, 2023.

ELEVENTH ORDER OF BUSINESS

Board Members’ Comments/Requests

There were no Board Members’ comments or requests.

TWELFTH ORDER OF BUSINESS

Public Comments

There were no public comments.

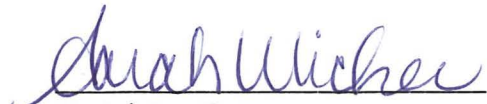
THIRTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Ms. Wicker and seconded by Mr. Teagle, with all in favor, the meeting adjourned at 2:52 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]


Secretary/Assistant Secretary


Chair/Vice Chair