

**MINUTES OF MEETING
STONEWATER
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Stonewater Community Development District held a Public Hearing and a Regular Meeting on September 23, 2021 at 4:00 p.m., at the offices of D R Horton, 10541 Ben C Pratt Six Mile Cypress Pkwy., Fort Myers, FL 33966.

Present were:

Landon Thomas	Chair
J. Wayne Everett	Vice Chair
Chris Quarles	Assistant Secretary
Mark Brumfield	Assistant Secretary
Gary Barlow	Assistant Secretary

Also present, were:

Chuck Adams	District Manager
Jere Earlywine	District Counsel
Carl Barraco, Jr.	District Engineer

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Adams called the meeting to order at 4:05 p.m. All Supervisors were present.

SECOND ORDER OF BUSINESS

Public Comments

There were no public comments.

THIRD ORDER OF BUSINESS

**Public Hearing on Adoption of Fiscal Year
2021/2022 Budget**

A. Proof /Affidavit of Publication

The affidavit of publication was included for informational purposes.

B. Consideration of Resolution 2021-35, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2021, and Ending September 30, 2022; Authorizing Budget Amendments; and Providing an Effective Date

Mr. Adams stated no changes were made to the proposed Fiscal Year 2022 budget since it was last presented. The budget identifies an Operation and Maintenance (O&M) assessment per unit amount of \$274.89 on 327 units. This is a Developer-contribution budget.

Mr. Adams opened the Public Hearing.

No members of the public spoke.

Mr. Adams closed the Public Hearing.

Mr. Adams presented Resolution 2021-35.

On MOTION by Mr. Everett and seconded by Mr. Thomas, with all in favor, Resolution 2021-35, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2021, and Ending September 30, 2022; Authorizing Budget Amendments; and Providing an Effective Date, was adopted.

FOURTH ORDER OF BUSINESS

Consideration of Fiscal Year 2022 Budget Funding Agreement

Mr. Adams presented the Fiscal Year 2022 Budget Funding Agreement between the CDD and D.R. Horton, Inc.

On MOTION by Mr. Thomas and seconded by Mr. Everett, with all in favor, the Fiscal Year 2022 Budget Funding Agreement, was approved.

FIFTH ORDER OF BUSINESS

Presentation of Updated Master Special Assessment Methodology Report

Mr. Adams stated that, because of a few revisions in the Master Engineer's Report, dated March 1, 2021, the Master Special Assessment Methodology Report was updated to match the revised amounts. He reviewed the primary changes as follows:

- The estimated construction costs were reduced from \$11,443,569 to \$10,913,008.
- As a result, some other costs required to defray the construction costs were reduced, including the capitalized interest for 24 months, debt service reserve, costs of issuance etc.
- The revised amount of funds to be borrowed is \$14,180,000 to offset the \$10,913,008.

On MOTION by Mr. Everett and seconded by Mr. Quarles, with all in favor, the Updated Master Special Assessment Methodology Report, dated August 21, 2021, was approved.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2021-36, Supplementing Its Resolution 2021-25 by Authorizing the Issuance of its Stonewater Community Development District Special Assessment Revenue Bonds, Series 2021 in a Principal Amount of Not Exceeding \$8,000,000 for the Principal Purpose of Acquiring and Constructing Assessable Improvements; Delegating to the Chairperson or Vice Chairperson of the Board of Supervisors of the District, Subject to Compliance With the Applicable Provisions Hereof, the Authority to Award the Sale of Such Series 2021 Bonds to FMSbonds, Inc. by Executing and Delivering to Such Underwriter a Bond Purchase Contract and Approving the Form Thereof; Approving the Form of and Authorizing the Execution of the First Supplemental Trust Indenture; Appointing U.S. Bank National Association as the Trustee, Bond Registrar and Paying Agent for Such Series 2021 Bonds; Making Certain Findings; Approving Form of Said Series 2021 Bonds; Approving the Form of the

Preliminary Limited Offering Memorandum and Authorizing the Use by the Underwriter of the Preliminary Limited Offering Memorandum and the Limited Offering Memorandum and the Execution of the Limited Offering Memorandum; Approving the Form of the Continuing Disclosure Agreement and Authorizing the Execution Thereof; Authorizing Certain Officials of Stonewater Community Development District and Others to Take All Actions Required in Connection With the Issuance, Sale and Delivery of Said Series 2021 Bonds; Providing Certain Other Details With Respect to Said Series 2021 Bonds; and Providing an Effective Date

Mr. Adams presented Resolution 2021-36.

Mr. Earlywine stated the Resolution accomplishes the following:

- Supplements Resolution 2021-25.
- Commences the sale of the bonds.
- Authorizes FMSbonds to issue the Series 2021 Bonds in the amount of \$8 million.
- Approves the Form of Supplemental Trust Indenture.
- Authorizes a negotiated sale and the Bond Purchase Agreement.
- Authorizes the Preliminary Limited Offering Memorandum (PLOM) and Limited Offering Memorandum (LOM).
- Authorizes the Continuing Disclosure Agreement.
- Applies the bond proceeds consistent with the bond financing.
- Authorizes execution of necessary documents in connection with the bond closing.

Mr. Earlywine recommended adoption of the Resolution, with authorization for the Chair to execute.

In response to a question, Mr. Earlywine confirmed that several changes are expected to be made to the accompanying documents before the bond closing.

On MOTION by Mr. Everett and seconded by Mr. Barlow, with all in favor, Resolution 2021-36, Supplementing Its Resolution 2021-25 by Authorizing the Issuance of its Stonewater Community Development District Special Assessment Revenue Bonds, Series 2021 in a Principal Amount of Not Exceeding \$8,000,000 for the Principal Purpose of Acquiring and Constructing Assessable Improvements; Delegating to the Chairperson or Vice Chairperson of the Board of Supervisors of the District, Subject to Compliance With the Applicable Provisions Hereof, the Authority to Award the Sale of Such Series 2021 Bonds to FMSbonds, Inc., by Executing and Delivering to Such Underwriter a Bond Purchase Contract and Approving the Form Thereof; Approving the Form of and Authorizing the Execution of the First Supplemental Trust Indenture; Appointing U.S. Bank National Association as the Trustee, Bond Registrar and Paying Agent for Such Series 2021 Bonds; Making Certain Findings; Approving Form of Said Series 2021 Bonds; Approving the Form of the Preliminary Limited Offering Memorandum and Authorizing the Use by the Underwriter of the Preliminary Limited Offering Memorandum and the Limited Offering Memorandum and the Execution of the Limited Offering Memorandum; Approving the Form of the Continuing Disclosure Agreement and Authorizing the Execution Thereof; Authorizing Certain Officials of Stonewater Community Development District and Others to Take All Actions Required in Connection With the Issuance, Sale and Delivery of Said Series 2021 Bonds; Providing Certain Other Details With Respect to Said Series 2021 Bonds; and Providing an Effective Date, was adopted.

SEVENTH ORDER OF BUSINESS

Ratification of Engagement with KE Law Group, PLLC for Legal Services

- **Consideration of Fee Agreement**

Mr. Earlywine presented the KE Law Group, PLLC Fee Agreement, which was previously executed by the Chair.

On MOTION by Mr. Thomas and seconded by Mr. Brumfield, with all in favor, engagement of KE Law Group, PLLC for Legal Services and the associated Fee Agreement, was ratified.

EIGHTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of August 31, 2021

Mr. Adams presented the Unaudited Financial Statements as of August 31, 2021. The financials were accepted.

NINTH ORDER OF BUSINESS**Approval of Minutes****A. April 1, 2021 Public Hearings and Regular Meeting**

Mr. Adams presented the April 1, 2021 Public Hearings and Regular Meeting Minutes.

On MOTION by Mr. Thomas and seconded by Mr. Everett, with all in favor, the April 1, 2021 Public Hearings and Regular Meeting Minutes, as presented, were approved.

B. May 27, 2021 Regular Meeting Minutes

Mr. Adams presented the May 27, 2021 Regular Meeting Minutes.

On MOTION by Mr. Thomas and seconded by Mr. Mr. Brumfield, with all in favor, the May 27, 2021 Regular Meeting Minutes, as presented, were approved.

TENTH ORDER OF BUSINESS**Staff Reports****A. District Counsel: *KE Law Group, PLLC***

Mr. Earlywine stated Staff has been coordinating with Barraco and Associates to line up the acquisitions and real property in time for the bond closing. Once the bond issuance is completed, Staff would present a Project Completion Resolution and a lease and waiver for the Developer.

B. District Engineer: *Barraco & Associates, Inc.*

Mr. Barraco reported the following:

- Construction was going well.
- The Phase 1 utilities were completed and would be submitted to the City for execution.

➤ He would coordinate with the District Manager and District Counsel to ensure that the utilities are titled to the CDD for future dedication to the City of Cape Coral.

➤ Staff was preparing a rough draft of Developer Paper No. 1.

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

- **NEXT MEETING DATE: October 28, 2021 at 4:00 PM.**

- **QUORUM CHECK**

The next meeting would be held on October 28, 2021.

Mr. Adams noted the quorum requirements and urged the Board to alert Management of any attendance conflicts.

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

There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. Thomas and seconded by Mr. Barlow, with all in favor, the meeting adjourned at 4:17 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]


Secretary/Assistant Secretary


Chair/Vice Chair