MINUTES OF MEETING
SUNRISE
COMMUNITY DEVELOPMENT DISTRICT

An Organizational Meeting of the Sunrise Community Development District was held on June 17, 2024, at 12:00 p.m., at the Susan Broom Kilmer (formerly Fort Pierce) Branch Library, 101 Melody Lane, Fort Pierce, Florida 34950.

Present were:

Brent Howells	Chair
James Hall	Vice Chair
Wesley Mills	Assistant Secretary
Rosa Romero	Assistant Secretary

Also present:

Cindy Cerbone	District Manager
Ashley Ligas (via telephone)	District Counsel
Bennett Davenport (via telephone)	Kutak Rock LLP
Wesley Mills	District Engineer
Cynthia Wilhelm (via telephone)	Bond Counsel

FIRST ORDER OF BUSINESS **Call to Order/Roll Call**

Ms. Cerbone called the meeting to order at 12:01 p.m.

Mr. Brent Howells, Mr. James Hall, Mr. Wesley Mills and Ms. Rosa Romero, named in the Petition to Establish the District as Initial Board Supervisors were present. Mr. Jason Short, also named in the Petition to Establish the District as an Initial Board Supervisor, was not present.

SECOND ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

<u>PART 1: GENERAL DISTRICT ITEMS</u>

GENERAL DISTRICT ITEMS

THIRD ORDER OF BUSINESS **Administration of Oath of Office to Elected Board of Supervisors (the following will also be provided in a separate package)**

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Howells, Mr. Hall, Mr. Mills and Ms. Romero. She provided and discussed the following:

A. Required Ethics Training and Disclosure Filing

- **Sample Form 1 2023/Instructions**

B. Membership, Obligations and Responsibilities

C. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees

D. Form 8B: Memorandum of Voting Conflict for County, Municipal and other Local Public Officers

Ms. Cerbone explained that the Sunshine Law prohibits Board Members from discussing any CDD business or potential CDD business with each other outside of a noticed public meeting; this includes in-person interactions, phone calls, internet, email, social media and via intermediaries. District Management will forward the Board Members' contact information to the Florida Commission on Ethics (FCOE), which will email each about registering with the FCOE so they can file Form 1 electronically. She discussed Form 8B, which is to disclose conflicts of interest and stated that Board Members will complete Form 8B to disclose their employment and/or business affiliation with a Landowner or Developer and it will be kept on file and attached to meeting minutes when necessary. Board Members are encouraged to call the District Manager or District Counsel with any questions.

FOURTH ORDER OF BUSINESS **Consideration of Resolution 2024-01, Canvassing and Certifying the Results of the Landowners' Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date**

Ms. Cerbone stated the Landowners' Meeting was not held.

This item was deferred.

FIFTH ORDER OF BUSINESS **Consideration of Resolution 2024-02, Designating Certain Officers of the District, and Providing for an Effective Date**

Ms. Cerbone presented Resolution 2024-02. Mr. Hall nominated the following slate:

Chair	Brent Howells
Vice Chair	James Hall
Secretary	Craig Wrathell
Assistant Secretary	Wesley Mills
Assistant Secretary	Rosa Romero
Assistant Secretary	Cindy Cerbone
Treasurer	Craig Wrathell
Assistant Treasurer	Jeffrey Pinder

No other nominations were made.

On MOTION by Mr. Hall and seconded by Mr. Howells, with all in favor, Resolution 2024-02, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

PART 2: CONSENT AGENDA (ORGANIZATIONAL MATTERS, BANKING MATTERS & BUDGETARY MATTERS)

ORGANIZATIONAL ITEMS

SIXTH ORDER OF BUSINESS **Consideration of the Following Organizational Matters:**

Ms. Cerbone presented the following Consent Agenda Matters:

A. Resolution 2024-03, Appointing and Fixing the Compensation of the District Manager and Methodology Consultant; Providing an Effective Date

- **Agreement for District Management Services: Wrathell, Hunt and Associates, LLC**

B. Resolution 2024-04, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date

- **Fee Agreement: Kutak Rock LLP**

C. Resolution 2024-05, Designating a Registered Agent and Registered Office of the District; and Providing for an Effective Date

Mr. Craig Wrathell will be the Registered Agent and the Boca Raton office of WHA will be the Registered Office.

D. Resolution 2024-06, Appointing an Interim District Engineer for the Sunrise Community Development District, Authorizing Its Compensation and Providing for an Effective Date.

- **Interim Engineering Services Agreement: Mills, Short & Associates LLC**

E. Authorization of Request for Qualifications (RFQ) for Engineering Services

F. Board Member Compensation: 190.006 (8), F.S.

The Board Members declined compensation.

G. Resolution 2024-07, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date.

The Boca Raton office of WHA will be the Primary Administrative Office and the Principal Headquarters will be located in the City of Fort Pierce, Florida.

H. Resolution 2024-08, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers and Providing for an Effective Date

- **Authorization to Obtain General Liability and Public Officers' Insurance**

I. Resolution 2024-09, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date

J. Resolution 2024-10, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date

The District Manager's office will be the CDD's records custodian. For record retention purposes, District Management should be copied on CDD business related emails unless sent from their official CDD-issued email address. All public records requests should be directed to the District Manager for prompt response and documentation.

K. Resolution 2024-11, Authorizing Actions to Implement Capital Improvement Plan, Including the Conveyance and/or Acquisition of Real and Personal Property, Execution of Plats, Transfer of Permits, Execution of Contracts and Change Orders, Payment of Requisitions, and Other Actions as Described Herein, Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date

This Resolution grants the Chair and Vice Chair and other officers, in the Chair's absence, the authority to work with the District Engineer, District Counsel, Developer Counsel and District Staff and to execute certain documents in between meetings, to avoid delays in construction. The documents are then presented for ratification at the next meeting.

L. Resolution 2024-12, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the District

M. Authorization of Request for Proposals (RFP) for Annual Audit Services

- **Designation of Board of Supervisors as Audit Committee**

N. Strange Zone, Inc., Quotation #M24-1018 for District Website Design, Maintenance and Domain Web-Site Design Agreement

O. ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit

P. Resolution 2024-13, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date

Q. Memorandum to District Manager Regarding E-Verify Requirements

BANKING MATTERS

SEVENTH ORDER OF BUSINESS **Consideration of the Following Banking Matter:**

A. Resolution 2024-14, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; and Providing an Effective Date

The Treasurer, Assistant Treasurer and Chair will be the authorized signors on the account.

BUDGETARY MATTERS

EIGHTH ORDER OF BUSINESS **Consideration of the Following Budgetary Matters:**

A. Budget Funding Agreements

I. Fiscal Year 2023/2024

II. Fiscal Year 2024/2025

B. Resolution 2024-15, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes

CDD funds can only be placed in government-secured investment accounts.

C. Resolution 2024-16, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date

D. Resolution 2024-17, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date

E. Resolution 2024-18, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date

F. Resolution 2024-19, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date

Management's Internal Controls Policy ensures division of duties, accounts payable and accounts receivable, training, follow-up and protecting the best interests of the CDD.

On MOTION by Mr. Hall and seconded by Mr. Howells, with all in favor, the Consent Agenda Items listed in the Sixth, Seventh and Eighth Orders of Business, were adopted, and/or approved and/or ratified and/or accepted.

PART 3: NON-CONSENT AGENDA (ORGANIZATIONAL MATTERS, BANKING MATTERS & BUDGETARY MATTERS)

ORGANIZATIONAL MATTERS

NINTH ORDER OF BUSINESS **Consideration of the Following Non-Consent Organizational Matters:**

A. Resolution 2024-20, Designating the Location of the Local District Records Office and Providing an Effective Date

This item was deferred.

B. Resolution 2024-21, To Designate Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date

I. Rules of Procedure

II. Notices of Rule Development and Rulemaking

These items were included for informational purposes.

Ms. Cerbone presented Resolution 2024-21.

On MOTION by Mr. Hall and seconded by Mr. Howells, with all in favor, Resolution 2024-21, To Designate August 29, 2024 at 12:00 p.m., at the Susan Broom Kilmer (formerly Fort Pierce) Branch Library, 101 Melody Lane, Fort Pierce, Florida 34950, as the Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date, was adopted.

C. Resolution 2024-22, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2023/2024 and Providing for an Effective Date

This item was deferred.

BANKING MATTERS

TENTH ORDER OF BUSINESS **Consideration of the Following Non-Consent Banking Matter(s):**

A. Resolution 2024-23, Designating a Public Depository for Funds of the District and Providing an Effective Date

On MOTION by Mr. Howells and seconded by Mr. Hall, with all in favor, Resolution 2024-23, Designating Truist Bank as Public Depository for Funds of the District and Providing an Effective Date, was adopted.

BUDGETARY MATTERS

ELEVENTH ORDER OF BUSINESS **Consideration of the Following Non-Consent Budgetary Matter(s):**

A. Resolution 2024-24, Approving a Proposed Budget for Fiscal Year 2023/2024 and Fiscal Year 2024/2025 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing for an Effective Date

Ms. Cerbone presented Resolution 2024-24 and the proposed Fiscal Year 2024 and Fiscal Year 2025 budgets, which are Landowner-funded, with expenses being funded as they are incurred.

On MOTION by Mr. Howells and seconded by Ms. Romero, with all in favor, Resolution 2024-24, Approving a Proposed Budget for Fiscal Year 2023/2024 and Fiscal Year 2024/2025 and Setting a Public Hearing Thereon Pursuant to Florida Law on August 29, 2024 at 12:00 p.m., at the Susan Broom Kilmer (formerly Fort Pierce) Branch Library, 101 Melody Lane, Fort Pierce, Florida 34950; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing for an Effective Date, was adopted.

PART 4: BOND FINANCING & PROJECT RELATED MATTERS

FINANCING RELATED MATTERS

TWELFTH ORDER OF BUSINESS **Consideration of the Following Bond Financing Related Matters:**

A. Bond Financing Team Funding Agreement

Ms. Cerbone presented the Bond Financing Team Funding Agreement. District Counsel will amend this Agreement and the Budget Funding Agreements to reflect that the entity is The Legacy Group.

On MOTION by Mr. Howells and seconded by Mr. Hall, with all in favor, the form of the Bond Financing Team Funding Agreement, as amended, was approved.

B. Engagement of Bond Financing Professionals

I. Underwriter/Investment Banker: FMSbonds, Inc.

Ms. Cerbone presented the FMSbonds, Inc., Agreement for Underwriter Services and G-17 Disclosure.

II. Bond Counsel: Nabors Giblin & Nickerson, PA

Ms. Wilhelm presented the Nabors Giblin & Nickerson, PA Engagement Letter and Bond Counsel Agreement to serve as Bond Counsel.

III. Trustee, Paying Agent and Registrar: U.S. Bank Trust Company, N.A.

Ms. Cerbone presented the U.S. Bank Trust Company, N.A. Engagement Letter to Serve as Trustee, Paying Agent and Registrar.

On MOTION by Mr. Howells and seconded by Mr. Hall, with all in favor, the FMSbonds, Inc., Agreement for Underwriter Services and G-17 Disclosure; the U.S. Bank Trust Company, N.A. Engagement Letter to Serve as Trustee, Paying Agent and Registrar; and the Nabors Giblin & Nickerson, PA, Engagement Letter and Bond Counsel Agreement for Bond Counsel Services, were approved.

C. Resolution 2024-25, Designating a Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date

Ms. Cerbone presented Resolution 2024-25, which is related to the CDD's intent to utilize the Uniform Method of levying and collecting assessments using the services of the Property Appraiser and Tax Collector.

Discussion ensued regarding deferring this in order to confirm the acreage.

This item was deferred to the next meeting.

D. Presentation of Master Engineer's Report

Mr. Mills presented the Master Engineer's Report dated May 14, 2024 and noted the following:

- 1,590 units are anticipated.
- The CDD consists of approximately 475.61 acres.
- The Capital Improvement Plan (CIP) Cost Estimate of $51,976,195 includes several improvements that will not be operated and maintained by the CDD, including the water and sewer utilities that will be dedicated to the City and off-site improvements that will be dedicated to the County.

Ms. Cerbone stated the CDD is able to utilize bond funds for the financing of improvements by first conveying those improvements to the CDD and then the CDD conveying them to the appropriate Operation & Maintenance (O&M) entity.

E. Presentation of Master Special Assessment Methodology Report

Ms. Cerbone presented the pertinent data in each Section of the Master Special Assessment Methodology Report dated May 28, 2024. She discussed the Development Program, the special and peculiar benefits to the units related to the CIP, the Equivalent Residential Unit (ERU) weightings, bond issuances, Assessment Methodology, lienability tests, True-up Mechanism and the Appendix Tables. She noted the following:

- The Methodology reflects the costs and acreage reflected in the Engineer's Report.
- The infrastructure improvements, as outlined, total approximately $51,976,195.
- The total maximum par amount of bonds, including the cost of financing, capitalized interest and debt service reserve, would be $72,770,000.

On MOTION by Mr. Hall and seconded by Ms. Romero, with all in favor, the Master Engineer's Report and the Master Special Assessment Methodology Report, both in substantial form, were approved.

F. Resolution 2024-26, Authorizing the Issuance of Not to Exceed $72,770,000 Sunrise Community Development District Capital Improvement Revenue Bonds, in One or More Series; Approving the Form of a Master Trust Indenture; Appointing a Trustee, Registrar and Paying Agent; Approving a Capital Improvement Program; Authorizing

the Commencement of Validation Proceedings Relating to the Bonds; and Providing an Effective Date

Ms. Wilhelm presented Resolution 2024-26, known as the Bond Validation Resolution, which accomplishes the following:

- Approves the form of the Master Trust Indenture,.
- Appoints U.S. Bank Trust Company, N.A. as the Trustee, Registrar and Paying Agent.
- Approves the CIP as described in the Engineer’s Report.
- Authorizes and directs District Counsel to file for validation.

On MOTION by Mr. Hall and seconded by Mr. Howells, with all in favor, Resolution 2024-26, Authorizing the Issuance of Not to Exceed $72,770,000 Sunrise Community Development District Capital Improvement Revenue Bonds, in One or More Series; Approving the Form of a Master Trust Indenture; Appointing a Trustee, Registrar and Paying Agent; Approving a Capital Improvement Program; Authorizing the Commencement of Validation Proceedings Relating to the Bonds; and Providing an Effective Date, was adopted.

PROJECT RELATED MATTERS

THIRTEENTH ORDER OF BUSINESS **Consideration of the Following Project Related Matters:**

A. Resolution 2024-27, Directing the Chairman and District Staff to Request the Passage of an Ordinance by the City Commission of the City of Fort Pierce, Florida, Amending the District’s Boundaries, and Authorizing Such Other Actions as are Necessary in Furtherance of that Process; and Providing an Effective Date

I. Boundary Amendment Funding Agreement

Ms. Cerbone presented Resolution 2024-27. She noted that the Resolution will be updated to correct a typographical error with regard to the number of acres reflected in the Engineer’s Report and the Methodology.

The following change was made to Resolution 2024-27:

Page 1 of 3, third “WHEREAS” paragraph: Change “141.58” to “475.61”

Ms. Cerbone discussed the need for confirm if the Boundary Amendment will proceed. The consensus was to approve the Resolution contingent upon the Chair's confirmation regarding the need for the Boundary Amendment.

Ms. Cerbone stated that the Boundary Amendment Funding Agreement will be corrected as necessary to reflect that the Developer entity is The Legacy Group, rather than Walton Acquisitions.

On MOTION by Mr. Howells and seconded by Mr. Hall, with all in favor, 2024-27, Directing the Chairman and District Staff to Request, as applicable and approved by the District Chair, the Passage of an Ordinance by the City Commission of the City of Fort Pierce, Florida, Amending the District's Boundaries, and Authorizing Such Other Actions as are Necessary in Furtherance of that Process; and Providing an Effective Date, was adopted.

B. Temporary Construction Easement

The Board and Staff discussed the need for the Temporary Construction Easement in areas currently owned by Walton.

On MOTION by Mr. Hall and seconded by Mr. Howells, with all in favor, the Temporary Construction Easement, was approved.

C. Acquisition Agreement

Ms. Ligas presented the Acquisition Agreement and noted that the entity on the Agreement might also need to be changed. She suggested deferring this until the transfer of ownership is completed. This item will remain on the agenda.

FOURTEENTH ORDER OF BUSINESS Staff Reports

A. District Counsel: Kutak Rock LLP

B. District Engineer (Interim): Mills, Short & Associates

There were no District Counsel or District Engineer reports.

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

Ms. Cerbone discussed the need to schedule a Landowners' Meeting and presented Resolution 2024-28. Board Members are not required to attend, as a Proxy can be designated.

On MOTION by Mr. Hall and seconded by Mr. Howells, with all in favor, Resolution 2024-28, Designating a Date, Time, and Location of July 12, 2024 at 12:00 p.m., at the Susan Broom Kilmer (formerly Fort Pierce) Branch Library, 101 Melody Lane, Fort Pierce, Florida 34950, for the Landowners' Meeting of the District, Providing a Severability Clause, and Providing an Effective Date, was adopted.

Ms. Cerbone stated the Funding Agreements will be executed. The consensus was that Funding Requests will be forwarded to Mr. Howells.

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

There were no Board Members' comments or requests.

SIXTEENTH ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

SEVENTEENTH ORDER OF BUSINESS **Adjournment**

On MOTION by Mr. Hall and seconded by Ms. Romero, with all in favor, the meeting adjourned at 1:16 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

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Secretary/Assistant Secretary

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Chair/Vice Chair