

MINUTES OF MEETING  
PREMIUM POINTE  
COMMUNITY DEVELOPMENT DISTRICT

The Organizational meeting of the Board of Supervisors of the Premium Pointe Community Development District was held Friday, January 22, 2021 at 1:00 p.m. at the Offices of GMS-NF, LLC, 475 West Town Place, Suite 114, St. Augustine, Florida.

Present and constituting a quorum were:

Owais Khanani	Chairman
Shaman Foradi	Vice Chairman
Michael Rich	Assistant Secretary
Kristin Banks <i>by phone</i>	Assistant Secretary (via phone)

Also present were:

George Flint	District Manager
Jonathan Johnson <i>by phone</i>	District Counsel
Brett Sealy <i>by phone</i>	MBS Capital Markets

**FIRST ORDER OF BUSINESS**

**Introduction**

**A. Call to Order**

Mr. Flint called the meeting to order and called the roll. Four Board members were present constituting a quorum. Ms. Banks participated by phone.

**B. Public Comment Period**

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

**C. Oath of Office**

Mr. Flint swore in three Supervisors; Mr. Owais Khanani, Mr. Shaman Foradi, and Mr. Michael Rich. For the record, Kristin Banks could not be sworn in because she was not physically present. Mr. Flint noted that Form 1 the Statement of Financial Interest has to be filed within 30 days of today.

**SECOND ORDER OF BUSINESS**

**Organizational Matters**

**A. Confirmation of Notice of Meeting**

Mr. Flint noted that the meeting was advertised in the newspaper in accordance with the statutes.

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

Mr. Flint reminded all Supervisors that as members of the Board of Supervisors they are public officials of the State of Florida and are subject to the Sunshine Law and Public Records laws. Mr. Flint reviewed the Sunshine law and Public Records law and the effects of those laws for Board members. The agenda included information on both.

**C. Election of Officers**

**1. Resolution 2021-01 Appointing Officers**

Mr. Flint stated that the Board is required to elect officers and it could be handled individually or as a slate. Mr. Flint stated the District Manager is typically the Secretary and the Accountant, Ariel Lovera, is the Treasurer. The motion was made for officers to include Mr. Owais Khanani as Chairman, Mr. Foradi as Vice Chairman, and Mr. Rich, Ms. Banks, and Mr. Jawaad Khanani as Assistant Secretaries.

On MOTION by Mr. Owais Khanani, seconded by Mr. Foradi, with all in favor, Resolution 2021-01 Appointing Officers with Mr. Owais Khanani as Chairman, Mr. Foradi as Vice Chairman, Mr. Rich, Ms. Banks, Mr. Jawaad Khanani as Assistant Secretaries, Mr. Flint as Secretary, and Mr. Lovera as Treasurer, was approved.

**THIRD ORDER OF BUSINESS**

**Retention of District Staff**

**A. Consideration of Agreement for District Management Services**

**1. Consideration of Resolution 2021-02 Appointing District Manager**

Mr. Flint reported that this resolution would appoint GMS as the District Manager. Mr. Flint reviewed the history of GMS. A question was asked about the CDD name and Mr. Flint replied the District Counsel would move to change the name of the CDD. The District pays a fee to maintain the list of Districts and also a fee would be required to change the name.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-02 Appointing GMS as the District Manager, was approved.

**B. Consideration of Agreement for District Counsel Services**

**1. Consideration of Resolution 2021-03 Appointing District Counsel**

Mr. Flint stated that this resolution will appoint Hopping Green & Sams as District Counsel. Mr. Johnson attended the meeting by phone and for the record wanted it noted he was representing Hopping Green & Sam’s for the establishment of the Premium Pointe Community Development District. A copy of their proposal was included in the agenda package and their fee agreement was attached to the resolution. There were no questions on the contract.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-03 Appointing Hopping Green & Sams as District Counsel, was approved.

**C. Consideration of Resolution 2021-04 Selection of Registered Agent and Office**

Mr. Flint stated that it is required by the state to have a registered agent and designate the office of this agent. Mr. Flint recommended the Board appoint himself as a registered agent and his office address at 219 E. Livingston Street in Orlando as the registered office location. This is for communication from the State.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-04 Selecting Mr. Flint as the Registered Agent and his office at 219 E. Livingston Street in Orlando as the Registered Office, was approved.

**D. Consideration of Resolution 2021-05 Appointing Interim District Engineer**

Mr. Flint stated this would appoint Kimley-Horn as the Interim District Engineer. The rates were in the agenda as an exhibit. For the record, Exhibit ‘A’ would be revised.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-05 Appointing Kimley-Horn as the Interim District Engineer, was approved.

**E. Consideration of Interim District Engineering Agreement**

Mr. Flint stated the fee schedule was attached as an exhibit. The Board had no questions.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, the Interim District Engineering Agreement, was approved.

**F. Request Authorization to Issue RFQ for Engineering Services**

Mr. Flint stated that there is a need to go through the RFQ process in order to solicit proposals for a District Engineer as required by the statutes. Mr. Flint clarified the Board could select whoever they liked as long as it was less than \$30,000 and explained the role of the District Engineer in the development of the District and how fees were associated.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Authorization of Staff to Issue an RFQ for Engineering Services, was approved.

**FOURTH ORDER OF BUSINESS**

**Designation of Meetings and Hearing Dates**

**A. Consideration of Resolution 2021-06 Designation of Regular Monthly Meeting Date, Time and Location for Fiscal Year 2021**

Mr. Flint stated the District is required to develop a meeting schedule. Mr. Flint suggested the fourth Friday of the month at 1:00 p.m. at 475 West Town Place, Suite 114, St. Augustine, FL. 32092. He explained this could be adjusted with proper notice. After discussion the Board agreed for the meeting time be 9:30 a.m. on the fourth Friday of the month.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, Resolution 2021-06 Designating the Regular Monthly Meeting Date for the Fourth Friday of the Month at 9:30 a.m., at the St. Augustine, Florida, was approved.

**B. Consideration of Resolution 2021-07 Designation of Landowner's Meeting Date, Time and Location**

Mr. Flint stated the District is required to hold an initial Landowner election within 90 days of formation. Mr. Flint recommended that the Landowner meeting be held at the next regular meeting which would be on February 26, 2021. Mr. Flint recommended that on February 26<sup>th</sup> the Board start the Assessment process.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, Resolution 2021-07 Designating the Landowners' Meeting for February 26, 2021 at 9:30 a.m., location at 475 West Town Place, Suite 114, St. Augustine, Florida 32092, 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 2021-08 Setting a Public Hearing to Consider the Proposed Rules of the District**

Mr. Flint stated this would set the date for the Public Hearing to consider the rules that cover basic operation of the District. There is a 30-day notice requirement and he recommended the rule hearing be held at the March 26<sup>th</sup> meeting.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-08 Setting the Public Hearing to Consider the Proposed Rules of the District for March 26, 2021 at 9:30 a.m., was approved.

**D. Designation of Dates of Public Hearing on the Budget for Fiscal Year 2021**

**1. Consideration of Resolution 2021-09 Setting the Public Hearing and Approving the Proposed Budgets for Fiscal Year 2021**

Mr. Flint noted this would set the date of the Public Hearing to consider the proposed budget and Mr. Flint noted this is prorated for the 8 remaining months. He recommended setting the public hearing for March 26, 2021, at 9:30 a.m. at the St. Augustine location.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-09 Setting the Public Hearing on the Fiscal Year 2021 Budget for March 26, 2021 at 9:00 a.m. and the Proposed Budget for Fiscal Year 2021, was approved.

**2. Approval of the Fiscal Year 2021 Budget Funding Agreement**

Mr. Flint presented the Budget Funding Agreement with Elevation Premium Pointe, LLC. The Board had no questions on the agreement. Mr. Johnson noted for the record that one of the changes was at the request of the seller/landowner, which made it very clear they were not obligated to fund the activities under the Funding Agreement. Mr. Khanani asked when the District

needed to start the funding, and Mr. Flint replied that today they would approve funding request No. 1 and that's on the agenda.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, the Fiscal Year 2021 Budget Funding Agreement, was approved.

**E. Consideration of Resolution 2021-10 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. Flint noted this Resolution was needed to allow the District to utilize the tax bill and suggested that the meeting be held on March 26, 2021 at 9:30 a.m. The Board had no questions.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, Resolution 2021-10 Setting Date of Public Hearing for March 26, 2021 at 9:30 a.m., 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, was approved.

**FIFTH ORDER OF BUSINESS**

**Other Organizational Matters**

**A. Resolution 2021-11 Designating a Qualified Public Depository**

Mr. Flint stated that generally SunTrust is used at all of the Districts. The Board had no objection to using SunTrust.

On MOTION by Mr. Rich, seconded by Mr. Owais Khanani, with all in favor, Resolution 2021-11 Designating SunTrust Bank as the District Depository, was approved.

**B. Resolution 2021-12 Authorization of Bank Account Signatories**

Mr. Flint asked that the signatories be himself and the District Accountant, Ariel Lovera. The Board had no questions.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-12 Authorizing George Flint and Ariel Lovera as Bank Account Signatories, was approved.

**C. Consideration of Resolution 2021-13 Relating to Defense of Board Members**

Mr. Flint noted that this resolution will allow the District to provide legal support to Board members and staff as outlined in the resolution when acting in their capacity as Board members. Mr. Johnson pointed out several provisions of the resolution.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, Resolution 2021-13 Relating to Defense of Board Members, was approved.

**D. Consideration of Resolution 2021-14 Authorizing the District Counsel to Record in the Property Records of St. Johns County the “Notice of Establishment” in in accordance with Chapter 190.0485, Florida Statutes**

**1. Notice of Establishment**

Mr. Flint reported that the Notice of Establishment had been filed and that it needs to be ratified. This is a statutory requirement.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-14 Authorizing District Counsel to Record in the Property Records of St. Johns County the Notice of Establishment in Accordance with Chapter 190.0485, Florida Statutes, was ratified.

**E. Consideration of Resolution 2021-15 Adopting Investment Guidelines**

Mr. Flint states this would be adopting alternative investment guidelines. The District is required to adopt an investment policy and the four investment options were listed in the resolution.

On MOTION by Mr. Rich, seconded by Mr. Owais Khanani, with all in favor, Resolution 2021-15 Adopting Alternative Investment Guidelines, was approved.

**F. Consideration of Resolution 2021-16 Authorizing Execution of Public Depositor Report**

Mr. Flint 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. Foradi, seconded by Mr. Rich, with all in favor, Resolution 2021-16 Authorizing Execution of Public Depositor Report, was approved.

**G. Consideration of Resolution 2021-17 Designating a Policy for Public Comment**

Mr. Flint stated that this resolution sets forth guidelines and rules to govern public comment at public meetings. This has been adjusted to allow comments prior to voting. A question was asked about how the public know about meetings. Mr. Flint responded that notices are required for all meetings. He also noted the location could be determined by the Board.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, Resolution 2021-17 Designating a Policy for Public Comment, was approved.

**H. Consideration of Resolution 2021-18 Adopting a Travel and Reimbursement Policy**

Mr. Flint stated that this policy is standard for travel reimbursement rates, procedures, and limitations outlined in Florida law. The Board had no questions.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, Resolution 2021-18 Adopting a Travel and Reimbursement Policy, was approved.

**I. Consideration of Resolution 2021-19 Adopting Prompt Payment Policy**

Mr. Flint presented Resolution 2021-19 and noted that the District is required by state statute to submit timely payment to vendors and contractors and this policy outlines the terms. Mr. Flint explained the Financing Team Funding Agreement and the issuance of bonds and reimbursement.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-19 Adopting Prompt Payment Policy, was approved.



**J. Consideration of Resolution 2021-20 Adopting a Records Retention Policy**

Mr. Flint stated that Resolution 2021-20 provides the time frame to destroy records. This allows the District to be in compliance with State and Federal laws and allows them keep everything. He added that at some point later the District can amend this policy. Mr. Johnson commented on electronic versions and noted they could be transferred over. Mr. Flint added GMS kept everything electronic and as far as hard copies, they were not archived.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor Resolution 2021-20 Adopting a Records Retention Policy, was approved.

**K. Consideration of Compensation to Board Members**

Mr. Flint reviewed the subject of Board compensation of \$200 per meeting and all Board members elected to waive compensation.

**L. Resolution 2021-21 Designating the Primary Administrative Office, Principal Headquarters of the District, and Local Records Office**

Mr. Flint stated the Primary Administrative Office would be GMS's office in Orlando at 219 East Livingston Street, Orlando, Florida 32801 and the District's Principal Headquarters and local records office will be GMS's office in St. Augustine at 475 West Town Place, Suite 114, St. Augustine, Florida 32092.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor Resolution 2021-21 Designating the Primary Administrative Office, Principal Headquarters of the District, and Local Records Office, was approved.

**M. Consideration of Website Services Agreement**

Mr. Flint stated the agreement with Realign Web Design is to create the District's ADA compliant website. The fee is \$1,750. The Board had no questions.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, the Website Agreement with Realign Web Design, 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 1<sup>st</sup> for St. Johns County**

Mr. Flint stated this will authorize staff to prepare a Public Facilities Report to be filed before August 1<sup>st</sup>.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, 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 Date of August 1st in St. Johns County, was approved.

**O. Consideration of Resolution 2021-22 Authorizing Chairperson & Vice Chairperson to Execute Plats, Permits and Conveyances**

Mr. Flint stated this will authorize staff to execute documents as needed without the Board meeting, and they can be ratified at a later date.

On MOTION by Mr. Owais Khanani, seconded by Mr. Rich, with all in favor, Resolution 2021-22 Authorizing the Chairperson and Vice Chairperson to Execute Plats, Permits and Conveyances, was approved.

**P. Consideration of Resolution 2021-23 Adopting an Internal Controls Policy**

Mr. Johnson stated this was a recently created statute that mandates for Districts to develop an Internal Control Policy for cross checks.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, Resolution 2021-23 Adopting an Internal Controls Policy, was approved.

**SIXTH ORDER OF BUSINESS**

**Capital Improvements**

**A. Appointment of the Financing Team**

**1. Bond Counsel**

Mr. Flint reported that the first agreement in the package is for bond counsel from Akerman, LLP and the fees of \$44,000 are included in the agreement.

On MOTION by Mr. Owais Khanani, seconded by Mr. Foradi, with all in favor, the Agreement with Akerman, LLP to Serve as Bond Counsel, was approved.

**2. Underwriter**

Mr. Flint presented the agreement with MBS Capital Markets for underwriting services. Mr. Flint stated their disclosure is also included in the agenda package for review. The underwriter gets paid out of an underwriter's discount which is the indicated percentage of 2% associated with their fee. Mr. Brett Sealy introduced himself and asked the Board for any questions. He summarized the company's history and expressed that he would be honored to serve in the capacity of the underwriter to the District.

On MOTION by Mr. Owais Khanani, seconded by Mr. Foradi with all in favor, the Agreement with MBS Capital Markets to Serve as the Underwriter, was approved.

**3. Assessment Administrator**

Mr. Flint stated the fees for this were outlined in the GMS contract that was approved so there is just a need to appoint GMS as the Assessment Administrator. No action was needed.

**4. Trustee**

Mr. Flint stated they have an agreement from US Bank to serve as the Trustee. This was in line with what is seen in other districts. The Board had no questions.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, the Proposal from US Bank to Serve as the Trustee, was approved.

**B. Approval of Financing Team Funding Agreement**

Mr. Flint stated this agreement is, to the extent any of the professionals have to be compensated during the process of issuing the bonds, the Developer agrees that they would pay those expenses.

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

**SEVENTH ORDER OF BUSINESS****Financing Matters****A. Consideration of Engineer's Report – ADDED**

Mr. Flint stated that this report was emailed out for review and is attached to the agenda. It is dated December 20, 2020 from Kimberly Horn. The report gives background on the District. Page 7, Table 2 describes the categories of the improvements eligible to be funded which totals \$12,763,160. This needs approval for purposes of the bond validation process.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, the Engineer's Report, was approved.

**B. Consideration of Validation Report**

Mr. Flint stated the Methodology Report was included in the package and outlines the benefit that will be distributed to the properties in the District and this will be supplemented by one or more supplemental reports that will outline the actual terms of the bond. The Board further discussed the options and pricing.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, the Validation Report, was approved.

**C. Consideration of Resolution 2021-24 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings**

Mr. Johnson noted this resolution kicks off the issuance of bonds. He noted that the Engineer's Report and the Assessment Methodology considers the construction cost and financing costs. It was noted a change was needed in the documents, 2020 will be changed to 2021.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, Resolution 2021-24 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings, was approved.

**EIGHTH ORDER OF BUSINESS****Other Business****A. Staff Reports****i. Attorney**

Mr. Flint reviewed the various financial forms for the Board. Mr. Johnson asked the Board's authorization to file the documents needed to change the name of the District to Elevation Pointe Community Development District.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, Authorizing District Counsel to change the name of the CDD to Elevation Pointe Community Development District, was approved.

**ii. Manager**

There being none, the next item following.

**B. Supervisors Requests**

There being none, the next item followed.

**C. Approval of Funding Request No. 1**

Mr. Flint added that he needs approval of Funding Request No.1 for \$20,250. These are funds to open the operating account, pay for the insurance, pay for all the legal advertising costs for the assessment hearings, and for creation of the District's website.

On MOTION by Mr. Rich, seconded by Mr. Foradi, with all in favor, Funding Request No. 1 for \$20,250, was approved.

**NINTH ORDER OF BUSINESS**

**Adjournment**

Mr. Flint adjourned the meeting at 2:16 p.m.

On MOTION by Mr. Foradi, seconded by Mr. Rich, with all in favor, the meeting was adjourned.



Secretary/Assistant Secretary



Chairman/Vice Chairman