

**MINUTES OF MEETING  
SHADOWLAWN COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Shadowlawn Community Development District held Public Hearings and a Regular Meeting on February 9, 2023 at 1:30 p.m., at Reinhold Corporation, 1845 Town Center Blvd, Suite 105, Fleming Island, Florida 32003.

**Present at the meeting were:**

George Egan	Chair
Jacob Bryan	Vice Chair
Cooper Murphy	Assistant Secretary
Ann Bryan	Assistant Secretary
Peter Williams (via telephone)	Assistant Secretary

**Also present were:**

Craig Wrathell	District Manager
Ernesto Torres	Wrathell, Hunt and Associates, LLC
Jonathan Johnson	District Counsel
Doug Miller (via telephone)	District Engineer
Brian Landeweer	England-Thims & Miller, Inc. (ETM)

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Wrathell called the meeting to order at 1:31 p.m. Supervisors Egan, Jacob Bryan, Ann Bryan and Murphy were present, in person. Supervisor Williams attended via telephone.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There were no public comments.

**THIRD ORDER OF BUSINESS**

**Consideration of Resolution 2023-06, Ratifying the Actions of the District Manager and Chairman in Resetting and Noticing the Public Hearings on the Levy and Imposition of Special Assessments; Amending Resolution 2023-02 to Set the Public Hearing Thereon; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2023-06.

**On MOTION by Mr. Williams and seconded by Mr. Murphy, with all in favor, Resolution 2023-06, Ratifying the Actions of the District Manager and Chairman in Resetting and Noticing the Public Hearings on the Levy and Imposition of Special Assessments; Amending Resolution 2023-02 to Set the Public Hearing Thereon; Providing a Severability Clause; and Providing an Effective Date, was adopted.**

**FOURTH ORDER OF BUSINESS**

**Public Hearing to Consider the Adoption of an Assessment Roll and the Imposition of Special Assessments Relating to the Financing and Securing of certain Public Improvements**

- *Hear testimony from the affected property owners as to the propriety and advisability of making the improvements and funding them with special assessments on the property.*
- *Thereafter, the governing authority shall meet as an equalizing board to hear any and all complaints as to the special assessments on a basis of justice and right.*

These items were addressed below.

- A. Affidavit/Proof of Publication**
- B. Mailed Notice to Property Owner(s)**
- C. Capital Improvement Plan *(for informational purposes)***

Mr. Miller reviewed the three components of the Capital Improvement Plan (CIP). In response to Mr. Wrathell’s question, Mr. Miller confirmed that, between the Master Off-site, Master On-site and Neighborhood infrastructure costs, the total CIP costs are \$91,895,349.

The following question was asked and answered:

Mr. Johnson: In your professional opinion, are the cost estimates reasonable and are the infrastructure improvements outlined in the report reasonable and necessary for the Development of the District.

Mr. Miller: They are necessary and we believe the infrastructure cost estimates are reasonable.

Mr. Wrathell responded to questions regarding the assessment lien put in place across the entire property, the Landowner’s take-down deal with the Developer Dream Finders, the bond issuance process, CDD management costs, operations and maintenance (O&M) costs, roadway conveyance and the Cathedral Parkway construction.

**D. Master Special Assessment Methodology Report *(for informational purposes)***

Mr. Wrathell gave an overview of the Master Special Assessment Methodology Report dated November 9, 2022. He highlighted the pertinent data in each section, including the True-up Mechanism, Equivalent Residential Units (ERUs) and the Appendix Tables.

**On MOTION by Ms. Bryan and seconded by Mr. Murphy, with all in favor, the Public Hearing was opened.**

- *Hear testimony from the affected property owners as to the propriety and advisability of making the improvements and funding them with special assessments on the property*

There was no testimony from affected property owners.

- *Thereafter, the governing authority shall meet as an equalizing board to hear any and all complaints as to the special assessments on a basis of justice and right*

The Board did not wish to make any adjustments.

**On MOTION by Mr. Bryan and seconded by Mr. Murphy, with all in favor, the Public Hearing was closed.**

- E. Consideration of Resolution 2023-07, Authorizing District Projects for Construction and/or Acquisition of Infrastructure Improvements; Equalizing, Approving, Confirming, and Levying Special Assessments on Property Specially Benefited by Such Projects to Pay the Cost Thereof; Providing for the Payment and the Collection of Such Special Assessments by the Methods Provided for by Chapters 170, 190 and 197, Florida Statutes; Confirming the District’s Intention to Issue Special Assessment Bonds; Making Provisions for Transfers of Real Property to Homeowners Associations, Property Owners Association and/or Governmental Entities; Providing for the Recording of an Assessment Notice; Providing for Severability, Conflicts and an Effective Date**

Mr. Wrathell presented Resolution 2023-07 and read the title.

In response to Mr. Egan’s question, Mr. Miller confirmed that the verbiage mentioned in Section 2B of the Resolution is exact and matches the items in the Engineer’s Report.

Regarding Mr. Egan’s question about verbiage in Section 8C of the Resolution, Mr. Johnson stated the intention is to reflect that nothing prohibits the Landowner, Developer and/or Builder from building additional units. Mr. Egan asked if that can be clarified further.

Mr. Johnson stated the following statement will be added to Resolution 2023-07:

“This Resolution does not prohibit more than the maximum units shown in the Exhibit to be developed.”

Mr. Johnson will email an updated Resolution to the Board with the revised verbiage.

**On MOTION by Mr. Williams and seconded by Mr. Bryan, with all in favor, Resolution 2023-07, as amended, Authorizing District Projects for Construction and/or Acquisition of Infrastructure Improvements; Equalizing, Approving, Confirming, and Levying Special Assessments on Property Specially Benefited by Such Projects to Pay the Cost Thereof; Providing for the Payment and the Collection of Such Special Assessments by the Methods Provided for by Chapters 170, 190 and 197, Florida Statutes; Confirming the District’s Intention to Issue Special Assessment Bonds; Making Provisions for Transfers of Real Property to Homeowners Associations, Property Owners Association and/or Governmental Entities; Providing for the Recording of an Assessment Notice; Providing for Severability, Conflicts and an Effective Date, was adopted.**

**FIFTH ORDER OF BUSINESS**

**Consideration of Resolution 2023-08, Ratifying the Actions of the District Manager and Chairman in Resetting and Noticing the Public Hearing Regarding the District’s Intent to Utilize the Uniform Method; Amending Resolution 2023-04 to Set the Public Hearing Thereon; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2023-08.

**On MOTION by Ms. Bryan and seconded by Mr. Murphy, with all in favor, Resolution 2023-08, Ratifying the Actions of the District Manager and Chairman in Resetting and Noticing the Public Hearing Regarding the District’s Intent to Utilize the Uniform Method; Amending Resolution 2023-04 to Set the Public Hearing Thereon; Providing a Severability Clause; and Providing an Effective Date, was adopted.**

**Public Hearing Confirming the Intent of the District to Use the Uniform Method of Levy, Collection and Enforcement of Non-Ad Valorem Assessments as Authorized and Permitted by Section 107.3632, Florida Statutes; Expressing the Need for the Levy of Non-Ad Valorem Assessments and Setting Forth the Legal Description of the Real Property Within the District's Jurisdictional Boundaries that May or Shall Be Subject to the Levy of District Non-Ad Valorem Assessments; Providing for Severability; Providing for Conflict and Providing for an Effective Date**

- A. **Affidavit/Proof of Publication**
- B. **Consideration of Resolution 2023-09, Expressing its Intent to Utilize the Uniform Method of Levying, Collecting, and Enforcing Non-Ad Valorem Assessments Which May Be Levied by the Shadowlawn Community Development District in Accordance with Section 197.3632, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date**

**On MOTION by Mr. Bryan and seconded by Mr. Murphy, with all in favor, the Public Hearing was opened.**

No members of the public spoke.

**On MOTION by Mr. Bryan and seconded by Mr. Murphy, with all in favor, the Public Hearing was closed.**

Mr. Wrathell presented Resolution 2023-09 and read the title.

**On MOTION by Mr. Williams and seconded by Mr. Murphy, with all in favor, Resolution 2023-09, Expressing its Intent to Utilize the Uniform Method of Levying, Collecting, and Enforcing Non-Ad Valorem Assessments Which May Be Levied by the Shadowlawn Community Development District in Accordance with Section 197.3632, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, was adopted.**

**Consider Acquisition of Cathedral Oak Parkway Work Product**

Mr. Egan discussed acquisition of Cathedral Oak Parkway work product.

**On MOTION by Mr. Murphy and seconded by Mr. Jacob Bryan, with all in favor, acquisition of the Cathedral Oak Parkway Work Product, consistent with the Acquisition Agreement, was approved.**

**EIGHTH ORDER OF BUSINESS**

**Consideration of Resolution 2023-05, Designating Dates, Times, and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2022/2023 and Providing for an Effective Date**

This item was deferred.

The consensus was to meet on an as-needed basis for the time being.

**NINTH ORDER OF BUSINESS**

**Consider Engagement of U.S. Bank Trust Company, N.A., as Trustee, Paying Agent and Registrar**

Mr. Wrathell presented the U.S. Bank Trust Company, N.A., Engagement Letter.

**On MOTION by Ms. Bryan and seconded by Mr. Murphy, with all in favor, the U.S. Bank Trust Company, N.A., Engagement Letter to serve as Trustee, Paying Agent and Registrar, was approved.**

Asked who should attend the upcoming bond validation hearing, Mr. Johnson stated the Chair, District Engineer and someone from Management's office.

**TENTH ORDER OF BUSINESS**

**Acceptance of Unaudited Financial Statements as of December 31, 2022**

Mr. Wrathell presented the Unaudited Financial Statements as of December 31, 2022.

**On MOTION by Mr. Bryan and seconded by Mr. Murphy, with all in favor, the Unaudited Financial Statements as of December 31, 2022, were accepted.**

**ELEVENTH ORDER OF BUSINESS**

**Approval of November 9, 2022 Regular Meeting Minutes**

Mr. Wrathell presented the November 9, 2022 Regular Meeting Minutes.

The following change was made:

Line 200: Change "Mr. Ryan" to "Mr. Bryan"

**On MOTION by Ms. Bryan and seconded by Mr. Bryan, with all in favor, the November 9, 2022 Regular Meeting Minutes, as amended, were approved.**

**TWELFTH ORDER OF BUSINESS**

**Staff Reports**

- A. District Counsel: *Kutak Rock LLP***
- B. District Engineer: *England-Thims & Miller, Inc.***
- C. District Manager: *Wrathell, Hunt and Associates, LLC***
  - NEXT MEETING DATE: TBD**
    - QUORUM CHECK**

There were no District Counsel, District Engineer or District Manager reports.

**THIRTEENTH ORDER OF BUSINESS**

**Board Members' Comments/Requests**

There were no Board Members' comments or requests.

**FOURTEENTH ORDER OF BUSINESS**

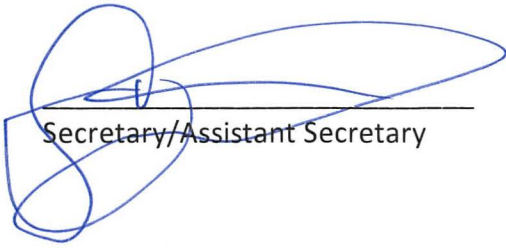
**Public Comments**

No members of the public spoke.

**FIFTEENTH ORDER OF BUSINESS**

**Adjournment**

**On MOTION by Mr. Jacob Bryan and seconded by Mr. Murphy, with all in favor, the meeting adjourned at 2:41 p.m.**



Secretary/Assistant Secretary



Chair/Vice Chair