

MINUTES OF MEETING
OTC COMMUNITY DEVELOPMENT DISTRICT

A regular meeting of the Board of Supervisors of the OTC Community Development District was held Wednesday, May 11, 2022 at 10:30 a.m. at the offices of Riverside Management Services, Inc., 9655 Florida Mining Boulevard West, Building 300, Suite 305, Jacksonville, Florida 32257.

Present were:

Michelle Pierce

Rocky Morris

Kurt von der Osten

Chairperson

Supervisor

Supervisor

Also present were:

Jim Oliver

Jennifer Kilinski

Rhonda Mossing

District Manager

District Counsel (by phone)

MBS Capital Markets, LLC

The following is a summary of the discussions and actions taken at the May 11, 2022 meeting. An audio copy of the proceedings can be obtained by contacting the District Manager.

FIRST ORDER OF BUSINESS

Roll Call

Mr. Oliver called the meeting to order at 10:35 a.m. and called the roll.

SECOND ORDER OF BUSINESS

Audience Comments

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Approval of the Minutes of the February 9, 2022 Meeting

There were no comments on the minutes.

On MOTION by Ms. Pierce seconded by Mr. Morris with all in favor the minutes of the February 9, 2022 Board of Supervisors meeting were approved as presented.

FOURTH ORDER OF BUSINESS

Consideration of Agreement for Underwriting Services with MBS Capital Markets for Refunding the Series 2007A Bonds

Ms. Mossing stated several years back, the Board entered into a contract with MBS to look into refunding the District's outstanding bonds, and at the time, the Board chose not to

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move forward with that. We were asked to take another look at it, and we agreed to do that, but we thought it would be best to provide you with a new agreement. In this agreement our fee has been lowered a little bit from 2% of the par amount of debt, to 1.5%, our typical fee for a refunding issue. In order to run the numbers, prepare a credit package and talk to potential banks that might be interested in providing this type of financing, we need to be under contract. Similar to the contract in 2016, if the Board doesn't move forward with the issuance, then you are under no obligation to pay it.

On MOTION by Mr. Morris seconded by Ms. Pierce with all in favor the agreement for underwriting services with MBS Capital Markets, LLC for refunding the Series 2007A bonds was approved.

Mr. Oliver stated the Board has approved the agreement, so that you can begin the process you described.

Ms. Mossing stated we will start working on that and will probably give you an update on that at your next meeting.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2022-06, Designating Officers

Mr. Oliver stated Ernesto Torres has left GMS and will no longer be an officer of the District. This resolution names me as the Secretary and Treasurer for the District, and also adds Darrin Mossing, Marilee Giles, and Daniel Laughlin, other GMS employees to serve as Assistant Secretaries and Assistant Treasurers. The composition of the Board would remain the same with Michelle Pierce as Chair, Rocky Morris as Vice Chair, and Kurt von der Osten and Rose Bock serving as Assistant Secretaries.

On MOTION by Mr. von der Osten seconded by Mr. Morris with all in favor Resolution 2022-06, designating officers as listed above was approved.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2022-07, Authorizing a Change in the Registered Agent

Mr. Oliver informed the Board the purpose of Resolution 2022-07 is to change the registered agent for the District from Ernesto Torres to himself.

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On MOTION by Mr. Morris seconded by Ms. Pierce with all in favor Resolution 2022-07, authorizing a change in registered agent was approved.

SEVENTH ORDER OF BUSINESS**Acceptance of the Fiscal Year 2021 Audit Report**

Mr. Oliver stated as a unit of government in Florida, we are required by Florida Statutes 218 to undergo a financial audit each year by an independent CPA firm, which is selected by the Board through the RFP process. The deadline for submitting the auditor to the Auditor General of Florida is June 30th of each year. You've accomplished that by completing this audit. It is what is known as a clean audit. There were no findings of note.

On MOTION by Mr. Morris seconded by Mr. von der Osten with all in favor the Fiscal Year 2021 audit report was accepted.

EIGHTH ORDER OF BUSINESS**Consideration of Resolution 2022-08, Approving the Proposed Budget for Fiscal Year 2023 and Setting a Public Hearing Date**

Mr. Oliver stated this starts the budget process. You must approve a proposed budget by June 15th of each year per Chapter 190 of Florida Statutes. Then you set a public hearing date, and that would be in conjunction with our July 13th meeting, which is at 10:30 at this location. In Duval County, we're required to have the tax rolls to the tax collector by July 31st, so we will meet that deadline. Mr. Oliver noted the budget for Fiscal Year 2023 is substantially the same as the Fiscal Year 2022 budget, but noted there is an increase in \$2,000 overall, although the assessments will remain the same.

On MOTION by Ms. Pierce seconded by Mr. Morris with all in favor Resolution 2022-08, approving the proposed budget for Fiscal Year 2023 and setting a public hearing date for July 13, 2022 at 10:30 a.m. was approved.

NINTH ORDER OF BUSINESS**Consideration of Amendment to Agreement with GMS for District Management Services**

Ms. Kilinski stated this agreement implements a few changes that are necessary from a legal standpoint, but also changes that GMS has requested. Number one, it amends the address

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for notices with our new mailing address. It amends the indemnification provisions. We worked with GMS and the District's insurance provider to ensure the insurance the District has covers this indemnification. GMS is your district manager and an extension of the District is already covered in the defense resolution that you passed back when the District was established, so we're just lining that up together with the insurance coverage currently in place. It requires an insurance provision. It disclaims that they're not a financial services provider, which is standard, but making it extremely clear. It adds the E-Verify requirements that are new statutorily, and it also provides for certain public record language that the contact information is clear.

On MOTION by Mr. Morris seconded by Ms. Pierce with all in favor the amendment to the agreement with GMS for district management services was approved.

TENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

There being nothing to report, the next item followed.

B. District Engineer – Update on the Stormwater Needs Analysis Report

Mr. Oliver noted the deadline for submitting the stormwater needs analysis report is June 30th, and staff will make sure that is accomplished.

C. District Manager

There being nothing to report, the next item followed.

ELEVENTH ORDER OF BUSINESS

Supervisor's Requests and Audience Comments

Mr. Morris asked if there is any movement on getting vacancies in the town center filled. Ms. Pierce responded that there is, but she can't speak to it yet.

TWELFTH ORDER OF BUSINESS

Financial Reports

A. Balance Sheet and Income Statement

Copies of the financial statements were included in the agenda package.

B. Assessment Receipt Schedule

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A copy of the assessment receipt schedule showing the district is 98% collected was included in the agenda package.

C. Approval of Check Register

A copy of the check register totaling \$405,470.39 was included in the agenda package.

On MOTION by Mr. Morris seconded by Ms. Pierce with all in favor the Check Register was approved.

THIRTEENTH ORDER OF BUSINESS

**Next Scheduled Meeting – July 13, 2022 at
10:30 a.m. at the offices of Riverside
Management Services**

FOURTEENTH ORDER OF BUSINESS**Adjournment**

On MOTION by Mr. von der Osten seconded by Ms. Pierce with all in favor the meeting was adjourned.

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Secretary/Assistant Secretary

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Chairman/Vice Chairman