

**MINUTES OF MEETING
STILLWATER
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Stillwater Community Development District held Multiple Public Hearings and a Regular Meeting on January 14, 2021, immediately following the adjournment of the 1:30 p.m., Landowners' Meeting in the St. Augustine Outlets Community Room, 500 Outlet Mall Blvd., Suite 25, St. Augustine, Florida 32084.

Present were:

Zenzi Rogers	Chair
James Mayo	Vice Chair
Michael Della Penta	Assistant Secretary
Kyler von der Osten	Assistant Secretary
Virginia Feiner	Assistant Secretary

Also present, were:

Craig Wrathell	District Manager
Wes Haber	District Counsel
Alex Acree	Interim District Engineer

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 1:40 p.m. All Supervisors were present.

Mr. Wrathell stated that the Landowners' Election concluded just prior to this meeting and the results were as follows:

Seat 1	Zenzi Rogers	729 Votes	4-year Term
Seat 2	Virginia Feiner	729 Votes	4-year Term
Seat 3	Chris James Mayo	700 Votes	2-year Term
Seat 4	Michael Della Penta	700 Votes	2-year Term
Seat 5	Kyler von der Osten	700 Votes	2-year Term

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

**STILLWATER CDD
THIRD ORDER OF BUSINESS**

January 14, 2021

Administration of Oath of Office to Newly Elected Supervisors (*the following will also be provided in a separate package*)

Mr. Wrathell, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Ms. Rogers, Ms. Feiner, Mr. Mayo, Mr. Della Penta and Mr. von der Osten.

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Chapter 190, Florida Statutes**
- D. Financial Disclosure Forms**
 - I. Form 1: Statement of Financial Interests**
 - II. Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - III. Form 1F: Final Statement of Financial Interests**
- E. Form 8B: Memorandum of Voting Conflict**

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2021-28, 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

Mr. Wrathell presented Resolution 2021-28.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, Resolution 2021-28, 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, was adopted.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2021-29, Designating a Chair, a Vice Chair, a Secretary, Assistant Secretaries, a Treasurer and an Assistant Treasurer of the Stillwater Community Development District, and Providing for an Effective Date

Mr. Wrathell presented Resolution 2021-29. Ms. Rogers nominated the following:

- | | |
|------------|---------------|
| Chair | Zenzi Rogers |
| Vice Chair | James C. Mayo |

Secretary	Craig Wrathell
Assistant Secretary	Michael Della Penta
Assistant Secretary	Kyler von der Osten
Assistant Secretary	Virginia Feiner
Assistant Secretary	Howard McGaffney
Treasurer	Craig Wrathell
Assistant Treasurer	Jeff Pinder

No other nominations were made.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, Resolution 2021-29, Designating a Chair, a Vice Chair, a Secretary, Assistant Secretaries, a Treasurer and an Assistant Treasurer of the Stillwater Community Development District, as nominated, and Providing for an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS

Public Hearing to Hear Public Comments and Objections to the Adoption of the Rules of Procedure, Pursuant to Sections 120.54 and 190.035, Florida Statutes

A. Affidavits of Publication

The affidavits of publication were included for informational purposes.

B. Consideration of Resolution 2021-30, Adopting Rules of Procedure; Providing a Severability Clause; and Providing an Effective Date

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, the Public Hearing was opened.

No members of the public spoke.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, the Public Hearing was closed.

Mr. Wrathell presented Resolution 2021-30.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, Resolution 2021-30, Adopting Rules of Procedure; Providing a Severability Clause; and Providing an Effective Date, was adopted.

SEVENTH ORDER OF BUSINESS

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 197.3632, 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

The affidavit of publication was included for informational purposes.

B. Consideration of Resolution 2021-31, Expressing its Intent to Utilize the Uniform Method of Levying, Collecting, and Enforcing Non-Ad Valorem Assessments Which May Be Levied by the Stillwater Community Development District in Accordance with Section 197.3632, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, the Public Hearing was opened.

No members of the public spoke.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, the Public Hearing was closed.

Mr. Wrathell presented Resolution 2021-31.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, Resolution 2021-31, Expressing its Intent to Utilize the Uniform Method of Levying, Collecting, and Enforcing Non-Ad Valorem Assessments Which May Be Levied by the Stillwater Community Development District in Accordance with Section 197.3632, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, was adopted.

EIGHTH 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 occurred below.

A. Affidavit/Proof of Publication

The affidavit of publication was included for informational purposes.

B. Mailed Notice to Property Owner(s)

A copy of the mailed notice was included for informational purposes.

C. Engineer’s Report *(for informational purposes)*

Mr. Acree presented the Engineer’s Report.

Mr. Haber posed and Mr. Acree responded to the following question regarding the Engineer’s Report:

Mr. Haber: Can you confirm, in your opinion, that the costs in the Engineer’s Report are fair and reasonable?

Mr. Acree: Yes.

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

Mr. Wrathell reviewed the Master Special Assessment Methodology Report. He stated his opinion that the properties within the boundaries of the District receive special and peculiar benefit related to the District’s Capital Improvement Plan (CIP) and that assessment

apportionments were reasonably and fairly applied to the benefit of property owners. A Supplemental Assessment Methodology would be prepared prior to bond issuance.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, 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.*

No members of the public spoke.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, the Public Hearing was closed.

- *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.*

Mr. Wrathell asked if the Board, sitting as the Equalizing Board, wished to make any changes to the assessments, based on any Board or public comments.

The Board, sitting as the Equalizing Board, did not make any changes.

- E. **Consideration of Resolution 2021-32, 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 Revenue Bonds; Making Provisions for Transfers of Real Property to Homeowners Associations, Property Owners Associations and/or Governmental Entities; Providing for the Recording of an Assessment Notice; Providing for Severability, Conflicts and an Effective Date**

Mr. Haber presented Resolution 2021-32.

Mr. Haber posed and Mr. Wrathell responded to the following question regarding the Master Methodology:

Mr. Haber: Under Florida Law, two main elements must be shown in order for assessments to be valid. First, the assessments must be fairly and reasonably allocated and, second, the benefit the property derives from the project being provided exceeds the effects levied against the property. Craig, can you confirm that the Methodology and the process described meets those two elements?

Mr. Wrathell: Yes they do.

Mr. Wrathell read the title of Resolution 2021-32.

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, Resolution 2021-32, 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 Revenue Bonds; Making Provisions for Transfers of Real Property to Homeowners Associations, Property Owners Associations and/or Governmental Entities; Providing for the Recording of an Assessment Notice; Providing for Severability, Conflicts and an Effective Date, was adopted.

NINTH ORDER OF BUSINESS

Consideration of Responses to Request for Proposals (RFP) for Annual Audit Services

A. Affidavit of Publication

The affidavit of publication was included for informational purposes.

B. RFP Package

The Request for Proposals (RFP) was provided for informational purposes.

C. Respondents

I. Carr, Riggs & Ingram, LLC

II. Grau & Associates

III. McDirmitt Davis, LLC

Mr. Wrathell stated that Management has worked with each of the audit firms and all are very well qualified; therefore, pricing was the factor that set the firms apart.

D. Auditor Evaluation Matrix/Ranking

Mr. Wrathell stated that Grau & Associates bid the lowest. He scored the respondents, based on the Auditor Selection Evaluation Criteria, as follows:

- | | | |
|----|---------------------------|------------|
| 1. | Grau & Associates | 100 points |
| 2. | McDermitt Davis | 99 points |
| 3. | Carr, Riggs & Ingram, LLC | 95 points |

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, accepting Staff's recommended rankings and naming Grau & Associates as the #1 ranked firm, was approved.

E. Award of Contract

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, authorizing District Staff to engage and prepare an agreement with Grau & Associates for District Audit Services, was approved.

TENTH ORDER OF BUSINESS

Consideration of Responses to Request for Qualifications (RFQ) for Engineering Services

A. Affidavit of Publication

The affidavit of publication was included for informational purposes.

B. RFQ Package

The Request for Qualifications (RFQ) was included for informational purposes.

C. Respondent: *Matthews Design Group*

D. Competitive Selection Criteria/ Ranking

Mr. Haber stated that the statutory requirement for advertising the RFQ was met so the Board could proceed with designating Matthews Design Group as the #1 ranked firm and authorizing Staff to negotiate a form of agreement.

E. Award of Contract

On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor, designating Matthews Design Group as the #1 ranked respondent, authorizing Staff to negotiate the terms and prepare a Continuing Services Agreement with Matthews Design Group and authorizing Chair or Vice Chair to execute the Agreement, was approved.

**STILLWATER CDD
ELEVENTH ORDER OF BUSINESS**

January 14, 2021

**Consideration of Resolution 2021-14,
Adopting the Annual Meeting Schedule for
Fiscal Year 2020-2021; and Providing for an
Effective Date**

This item was deferred.

TWELFTH ORDER OF BUSINESS

**Consideration of December 3, 2020
Organizational Meeting Minutes**

Mr. Wrathell presented the December 3, 2020 Organizational Meeting Minutes.

**On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor,
the December 3, 2020 Organizational Meeting Minutes, as presented, were
approved.**

THIRTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Hopping Green & Sams, P.A.*

Mr. Haber stated the bond validation hearing was scheduled for February 9, 2021. An in-person hearing would likely be prohibited so the hearing would probably occur via Zoom. Participants would be contacted closer to the meeting date.

B. District Engineer (Interim): *Matthews Design Group*

There being nothing further to report, the next item followed. The term “(Interim)” should be removed from future agendas.

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

- **NEXT MEETING DATE: February 11, 2021 at 1:30 P.M. (*Adoption of FY2021 Budget*)**

- **QUORUM CHECK**

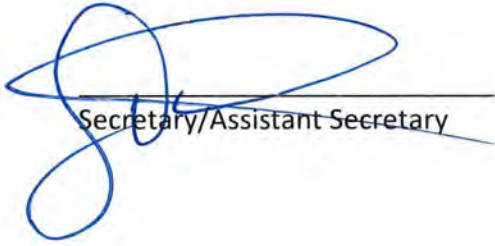
The next meeting would be held on February 11, 2021 at 1:30 p.m., unless canceled.

▪ **Public Comments**

This item was an addition to the agenda.

There were no public comments.

**On MOTION by Ms. Rogers and seconded by Mr. Della Penta, with all in favor,
the meeting adjourned at approximately 2:14 p.m.**



Secretary/Assistant Secretary



Chair/Vice Chair