

MINUTES OF MEETING
BELLA COLLINA
COMMUNITY DEVELOPMENT DISTRICT

The Regular Meeting of the Bella Collina Community Development District was held Thursday, September 12, 2019 at 9:35 a.m. at the Bella Collina Clubhouse, 16350 Vetta Drive, Montverde, Florida.

Present and constituting a quorum were:

Randall Greene	Chairman
David Burman	Vice Chairman
Duane Owen	Assistant Secretary
Dutch Holt	Assistant Secretary
Andrew Gorrill	Assistant Secretary

Also present were:

George Flint	District Manager
Andrew d'Adesky	District Counsel
Jeff Einhouse	District Engineer
Alan Scheerer	Field Manager
Brett Sealy	MBS Capital Markets by phone

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order, all five members of the Board were present.

SECOND ORDER OF BUSINESS

Public Comment Period

Mr. Flint: There are no members of the public here to provide comments, so we will move to the next item.

THIRD ORDER OF BUSINESS

Approval of Minutes of the July 11, 2019 Meeting

Mr. Flint: Were there any additions, deletions, or corrections to the minutes? If there are none I would ask for a motion to approve.

On MOTION by Mr. Holt, seconded by Mr. Greene, with all in favor, the Minutes of the July 11, 2019 Meeting were approved.

FOURTH ORDER OF BUSINESS

Consideration of Underwriting Agreement with MBS Capital Markets, LLC

Mr. Flint: Brett Sealy with MBS is on the phone, I will let him introduce the agreement.

Mr. Sealy: Thank you for allowing me to participate by phone. Within your agenda package is our standard investment banking agreement. The scope of services is as it relates to a proposed upcoming bond issue for certain surface water management related improvements. The agreement provides for a fee that is based upon 2% of the principal amount of bond. It would only be paid to the extent the Board did proceed with the bond issue and we successfully deliver a closing. Our firm, and myself as the lead banker, worked on the initial bond issues for the Pine Island CDD as well as the restructuring of the utility bonds several years back. We'd be very pleased to have the opportunity to continue to serve the Board on the upcoming bond issue. We'd be happy to respond to any questions regarding our experience or the proposed engagement letter in front of you.

Mr. d'Adesky: Brett, this is for a proposed new construction and does not contemplate refinancing?

Mr. Sealy: In addition to looking at the new construction component, we will also look at the refinancing. Perhaps we can make a slight modification to our agreement so that within the description it is clear that we will be looking at both the refinancing of the existing bonds together with the new. As long as the Board is amicable, we will go ahead and make that slight adjustment within the opening paragraph.

Mr. d'Adesky: The Board would be accepting this agreement with the understanding that there may be a modification to encompass both a new issue and possible refinancing.

Mr. Flint: Are there any questions from the Board? Hearing none,

On MOTION by Mr. Greene, seconded by Mr. Owen, with all in favor, the Underwriting Agreement with MBS Capital Markets, LLC, was approved.

FIFTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Amended Final Special Assessment Methodology Report

Mr. Flint: This is related to the Series 2014 Special Assessment bonds. As the Board recalls, you recently annexed in property to encompass a portion of the lodge project. A portion of the lodge project was in the District and a portion was outside. You did a boundary amendment through the State to annex in the entire part of that, which constitutes 100 units. With the Special

Assessment bonds, because we've got additional units that were not originally planned, we've prepared an Amended Methodology Report adding those additional units. Table 1 shows originally there were 801 single family units, 96 commercial units, and then we've added the 100 hotel units. Now we've got those additional units. The next table doesn't change, that's the original CIP that was used when the bonds were issued. Table 3 doesn't change. Table 4 shows the allocation of benefit, you've got additional units now so that improvement cost per unit is slightly lower. Table 5 shows the par debt per unit, current versus proposed. Table 5 shows what the assessments will be, and you can see on a single family home the per unit assessment is going down by \$232 as a result of adding these additional units.

Mr. Greene: Will that be affected if they refinance the bond?

Mr. Flint: Yes, that would change them.

Mr. Holt: What is the interest rate on refinancing versus what we have now?

Mr. Flint: Right now we have 5.75% and on the refinance we can get below 4%. The issue here is the number of undeveloped lot remaining, it's not as secure as if you have vertical construction. It's all platted and on the roll which is a benefit, but if there were houses and end users that would be better from a credit perspective. They'll look at that and it'll have some impact.

Mr. d'Adesky: So, moving on, the Methodology is attached to both Resolution 2019-07 and 2019-08. We would recommend approval of both resolutions.

B. Consideration of Resolution 2019-07 Declaring Special Assessments

Mr. d'Adesky: This declares, states the benefit is equally spread to the parcels, it's fair and reasonable, and that it's in relation to the project. Once again, it's based off the original project, the 2004 Engineer's Report. There's no new Engineer's Report being adopted. It's already on the roll, so all the provisions pertaining to the roll are enforced. It's allowing for the setting of a date and time of a hearing.

Mr. Flint: Are there any questions from the Board? Hearing none, I would ask for a motion.

On MOTION by Mr. Greene, seconded by Mr. Holt, with all in favor, Resolution 2019-07 Declaring Special Assessments, was approved.

C. Consideration of Resolution 2019-08 Setting a Public Hearing for Special Assessments

Mr. d'Adesky: We need to confirm the date for 2019-08.

Mr. Flint: We would suggest using the date of your November meeting.

Mr. d’Adesky: That’s November 14th at 9:30 a.m.

Mr. Flint: Are there any questions? Hearing none,

On MOTION by Mr. Holt, seconded by Mr. Greene, with all in favor, Resolution 2019-08 Setting a Public Hearing for Special Assessments for November 14, 2019 at 9:30 a.m., was approved.

SIXTH ORDER OF BUSINESS

Acceptance of Audit Committee Recommendation and Selection of an Auditor

Mr. Flint: The Board met as the audit committee prior to the Board meeting, and ranked Berger, Toombs, Elam, Gaines & Frank #1 and Grau & Associates #2.

On MOTION by Mr. Greene, seconded by Mr. Burman, with all in favor, the Audit Committee Recommendation and Selection of an Auditor, was approved.

SEVENTH ORDER OF BUSINESS

Discussion of Request for DCS Real Estate Investments to Construct Soccer Field on District Property - Added

Mr. Flint: This item was added to the agenda, it’s a legal issue. The Chair approached me and suggested the possibility of the developer funding the construction of a soccer field on one of our dry retention areas. Apparently it would not impact the functionality, but we would have to check with the Engineer. The owner of the project here is interested in constructing one.

Mr. d’Adesky: It would be in the gates of the community?

Mr. Gorrill: We would just be putting in permanent goal posts.

Mr. d’Adesky: Is it going to be accessible to all residents of the community?

Mr. Greene: Yes, all residents.

Mr. d’Adesky: Okay. As long as the developer is going to get the goal posts. We will have to draft up a license for that but I can certainly do that. That will give you construction access with DCS or the subcontractors.

Mr. Flint: Is there a motion from the Board to direct District Counsel to prepare a license agreement and authorize the Chair or Vice Chair to execute that agreement allowing for the installation of soccer goal posts?

On MOTION by Mr. Holt, seconded by Mr. Gorrill, with all in favor, the Request for DCS Real Estate Investments to Construct Soccer Field on District Property and Authorization of the Chairman or Vice Chairman to Execute License Agreement Prepared by District Counsel, was approved.

Mr. d’Adesky: Alan, can you get me the parcel number for that?

Mr. Scheerer: Yes sir.

EIGHTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Flint: Andrew, do you have anything?

Mr. d’Adesky: We’ll get working on things in terms of any bond issuance. The first thing we will work on if it’s a new issuance is getting an Engineer’s Report for whatever improvements will be involved in that.

Mr. Flint: The improvements are all utility.

Mr. d’Adesky: It won’t be difficult.

B. Engineer

Mr. Flint: Steve, do you have anything?

Mr. Einhouse: I don’t have anything today.

C. District Manager’s Report

i. Approval of the Check Register

Mr. Flint: You have the check register for the month of August totaling \$45,015.41. Are there any questions on the check register? If not, is there a motion to approve?

On MOTION by Mr. Greene, seconded by Mr. Holt, with all in favor, the Check Register totaling \$45,015.41, was approved.

ii. Balance Sheet and Income Statement

Mr. Flint: You have the unaudited financial statements through July 31st. If there are any questions, we can discuss those.

iii. Approval of Fiscal Year 2020 Meeting Schedule

Mr. Flint: The schedule we have keeps the meeting on the second Thursday at 9:30 a.m. in this location. Is the Board okay with keeping that? Hearing no objections,

On MOTION by Mr. Greene, seconded by Mr. Holt, with all in favor, the Fiscal Year 2020 Meeting Schedule, was approved.

iv. SBA Florida PRIME Monthly Summary Report

Mr. Flint: You have the State Board of Administration Investment monthly report for July. There is no action required on that.

NINTH ORDER OF BUSINESS

Other Business

Mr. Flint: Is there any other business? If none, we'll move onto the next item.

TENTH ORDER OF BUSINESS

Supervisor's Requests

Mr. Flint: Does the Board have anything else they would like to discuss? Hearing none,

ELEVENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Greene, seconded by Mr. Gorrill, with all in favor, the meeting was adjourned at 9:52 a.m.

Secretary/Assistant Secretary

Chairman/Vice Chairman