

MINUTES OF MEETING
BAY LAUREL CENTER
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Bay Laurel Center Community Development District was held on Tuesday, September 6, 2022 at 10:00 a.m. at Circle Square Commons Cultural Center, 8395 S.W. 80th Street, Ocala, Florida.

Present and constituting a quorum were:

Kenneth D. Colen	Chairman
Paul Brunner	Vice Chairman
William D. McLeod, Jr.	Assistant Secretary
Jo Layman	Assistant Secretary
John Gysen	Assistant Secretary

Also present were:

George Flint	District Manager
Gerald Colen	District Counsel
Gene Losito	Kimley-Horn
Crystal House	BLCCDD
Bryan Schmalz	BLCCDD
Sarah Cooper	BLCCDD
Tamaa Patterson <i>by phone</i>	Underwriter
Mike Baldwin <i>by phone</i>	Underwriter

FIRST ORDER OF BUSINESS

Roll Call

Mr. Kenneth Colen called the meeting to order at 10:00 a.m. and Mr. Flint called the roll. All Supervisors were present.

SECOND ORDER OF BUSINESS

Public Comment Period

Mr. Kenneth Colen: At this point, I'm going to open the floor for public comment. Is there anyone who wishes to come forward and address the Board? No one has come forward, so I'm going to close the public comment period.

THIRD ORDER OF BUSINESS

Notice of Meeting

Mr. Kenneth Colen: The notice of meeting was published on May 15th.

FOURTH ORDER OF BUSINESS

**Consideration of Resolution 2022-15
Bond Delegation Resolution – Indigo East
CDD Series 2022A Bonds**

Mr. Kenneth Colen: Next is Resolution 2022-15, the Bond Delegation Resolution for the Indigo East CDD Series 2022A bonds. The short title of the resolution is:

“A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE BAY LAUREL CENTER COMMUNITY DEVELOPMENT DISTRICT (“THE DISTRICT”) AUTHORIZING AND APPROVING THE ISSUANCE AND SALE, ON ITS BEHALF, OF THE INDIGO EAST COMMUNITY DEVELOPMENT DISTRICT (MARION COUNTY, FLORIDA), WATER AND SEWER REVENUE REFUNDING BONDS, SERIES 2022A IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000 (THE “SERIES 2022A BONDS”); PROVIDING FOR A BOOK-ENTRY SYSTEM WITH RESPECT TO THE SERIES 2022A BONDS, APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELILVERY OF A SUPPLEMENTAL TRUST INDENTURE SECURING THE SERIES 2022A BONDS; DETERMINING THE NEED FOR AND APPROVING THE NEGOTIATED SALE OF THE SERIES 2022A BONDS AND PROVIDING FOR A DELEGATED AWARD OF SUCH SERIES 2022A BONDS; RATIFYING THE APPOINTMENT OF THE UNDERWRITERS AS THE INITIAL PURCHASERS OF THE SERIES 2022A BONDS; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE CONTRACT WITH RESPECT TO THE SERIES 2022A BONDS SUBJECT TO THE PARAMETERS SET FORTH HEREIN; APPROVING THE FORM OF A PRELIMINARY OFFICIAL STATEMENT FOR THE SERIES 2022A BONDS AND AUTHORIZING THE DISTRIBUTION AND USE THEREOF BY THE UNDERWRITERS IN CONNECTION WITH THE OFFERING OF THE SERIES 2022A BONDS FOR SALE; APPROVING THE EXECUTION AND DELIVERY OF A FINAL OFFICIAL STATEMENT; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF A CONTINUING DISCLOSURE AGREEMENT; DELEGATING AUTHORITY TO THE CHAIRPERSON TO DETERMINE WHETHER TO UTILIZE MUNICIPAL BOND INSURANCE FOR THE SERIES 2022A BONDS; AUTHORIZING CERTAIN OFFICIALS AND EMPLOYEES OF THE DISTRICT TO TAKE ALL ACTIONS REQUIRED AND EXECUTE AND DELIVER ALL DOCUMENTS, INSTRUMENTS, AND CERTIFICATES NECESSARY IN CONNECTION WITH THE ISSUANCE, SALE, DELIVERY AND SECURING OF SAID SERIES 2022A BONDS; AND PROVIDING AN EFFECTIVE DATE.”

Mr. Kenneth Colen: You have that before you. Is there any discussion on the resolution?
Hearing none, I would call for a motion.

On MOTION by Mr. Brunner seconded by Mr. Gysen with all in favor Resolution 2022-15 Bond Delegation Resolution – Indigo East CDD Series 2022A Bonds was approved.

FIFTH ORDER OF BUSINESS

Consideration of Investment Advisory Agreement with PFM Asset Management, LLC

Mr. Kenneth Colen: Mr. Flint, will you take us through this?

Mr. Flint: Richard, have you joined the meeting? He was on a flight. I think he's just landing now. When the 2022B bonds were issued in the amount of approximately \$130 million, the money was put into a Money Market Fund by the Trustee and earning a fairly low return. But it was consistent with the District's Investment Policy. The District as a Government Entity is somewhat limited under its Investment Policy in the types of investments that we can utilize. PFM Asset Management, which is actually an affiliate of US Bank who is the Trustee, reached out and inquired about the possibility of investing those funds at a higher return than what that money market rate would earn. So, they provided an analysis of that, based on the cashflow and draw down of the fund and what they estimate the earnings would be. There's also an agreement here with them to provide those services.

Mr. Kenneth Colen: Does this cover the period from bond issuance to conclusion of the project?

Mr. Flint: Basically, until the funds are depleted. We're just about to address the acquisition of Water Treatment Plant (WTP) Number (No.) 3 and the land for the North Water Reclamation Facility. The balance of those funds would be invested at varying maturities, basically laddered, so that over time, as we draw those funds down, we have the funds available when they are needed, based on the estimated cashflow that came from Bryan and our engineer. We will refine this before we lock it in, but based on the preliminary cashflow that was provided, they provided an analysis of the commercial paper, treasury notes and estimated maturity dates for those.

Mr. Kenneth Colen: I find it interesting on Page 9 of Form ADD Part 2A dated March 30, 2022 it says, "*Fees are negotiable so one client may pay a higher fee than another client with similar objectives and goals.*" So hopefully we are going to negotiate. Thanks for putting it out there.

Mr. Flint: Yeah.

Mr. Kenneth Colen: Alright. What action is required? A motion to accept this?

Mr. Flint: Yeah. We need a motion to engage PFM Asset Management to invest the funds associated with the Series 2022B bonds.

On MOTION by Mr. Brunner seconded by Ms. Layman with all in favor the Investment Advisory Agreement with PFM Asset Management, LLC was approved.

SIXTH ORDER OF BUSINESS

Ratification of Series 2022B Requisition #4 & #5

Mr. Kenneth Colen: Next is agenda Item 6, ratification of Requisitions #4 and #5 for Series 2022B. It looks like it's for the purchase of piping in the amount of \$25,983.90.

Mr. Schmalz: Mr. Bryan Schmalz, Utility Director for Bay Laurel Center. This is for the direct purchase of materials for the transmission mains to the North Water Reclamation Facility. The District purchases those and provides to the contractor for installation to realize the tax savings.

Mr. Flint: Only Requisition #4 is in your agenda package. We will include Requisition #5 on the next agenda. I think that Requisition #6 is being prepared today.

Mr. Kenneth Colen: We need a motion authorizing the payment of Requisition #4.

On MOTION by Mr. Brunner seconded by Mr. Gysen with all in favor Requisition #4 for Series 2022B was ratified.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2022-16 Approving Special Warranty Deeds and Settlement Statements for the NWRf and WTP #3 Transactions - Added

Mr. Kenneth Colen: This item was added to the agenda. Resolution 2022-16 is:

"A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE BAY LAUREL CENTER COMMUNITY DEVELOPMENT DISTRICT ("THE DISTRICT") AUTHORIZING AND APPROVING TWO SPECIAL WARRANTY DEEDS AND SETTLEMENT STATEMENTS FOR THE PURCHASE OF THE NORTH WATER RECLAMATION FACILITY (NWRf) AND WATER TREATMENT PLANT (WTP) NUMBER (NO.) 3, AUTHORIZING AND DELEGATING THE VICE CHAIR OF THE DISTRICT AND SUCH OFFICIALS OF THE DISTRICT AS MAY BE NECESSARY TO EXECUTE ALL NECESSARY DOCUMENTS REGARDING THE COMPLETION OF THE TWO TRANSACTIONS, APPROVING THE FORM

OF TWO SPECIAL WARRANTY DEEDS AND APPROVING THE SETTLEMENT STATEMENTS FOR EACH TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF ANY ADDITIONAL DOCUMENTS THAT MAY AT SOME TIME BE NECESSARY TO COMPLETE THE TWO TRANSACTIONS AND PROVIDING AN EFFECTIVE DATE.”

Mr. Kenneth Colen: Alright. You have before you the documents. I'm going to recuse myself since I have a relationship to both entities, the North Water Reclamation Facility, the land and WTP No. 3, the facility and land.

Mr. Flint: Do you want to ask Rachael to present the resolution?

Mr. Kenneth Colen: I would ask Ms. Rachael Wagoner to step up and make a presentation. Thank you.

Ms. Wagoner: As you are aware, the District has been negotiating the purchase of two different facilities. The first is the North Water Reclamation Facility and the second is WTP No. 3. There are two Purchase and Sale Agreements that were previously approved by the District. We received the commitment and closing documents and reviewed the same. This resolution is authorizing the settlement statements and warranty deeds as well as additional closing documents that will be necessary to be signed in the coming days. We set the closing to occur on September 9th, which is a couple of days away. We can go through the settlement statements and through the figures, if you want to. The only items that actually change are the recording fees or rent prorations, which have been calculated based upon the Purchase and Sale Agreement and which party are supposed to be paying those fees. Ken, would you like for me to go through the figures?

Mr. Kenneth Colen: I don't think it's necessary unless the Board would like that.

Mr. Flint: As Rachael mentioned, you previously approved the Purchase and Sale Agreement for these and appraisals have been performed. Surveys and other environmental reviews and other due diligence have been performed. It has been heavily negotiated up to this point as changes were made as late as yesterday on some of these documents.

Mr. Kenneth Colen: Correct.

Mr. Flint: If the Board has any questions, we can discuss those. Either Bryan or Rachael can answer any questions that you might have.

Mr. Kenneth Colen: Do you have any questions? If not, let's move along then.

On MOTION by Mr. Brunner seconded by Mr. Gysen with Ms. Layman, Mr. McLeod, Mr. Brunner and Mr. Gysen in favor and Mr. Kenneth Colen abstaining, Resolution 2022-16 Approving Special Warranty Deeds and Settlement Statements for the NWRP and WTP #3 Transactions was approved. (Motion Passed 4-1)

Mr. Kenneth Colen: I abstain.

EIGHTH ORDER OF BUSINESS

Other Business

Mr. Kenneth Colen: Is there any other business to come before the Board? Bryan, did you have anything else?

Mr. Schmalz: No.

NINTH ORDER OF BUSINESS

Supervisor's Requests

Mr. Kenneth Colen: Do we have any requests from the Supervisors? Hearing none,

TENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Bruner seconded by Mr. Gysen with all in favor the meeting was adjourned.



 Secretary / Assistant Secretary



 Chairman / Vice Chairman