

MINUTES OF MEETING
DOWDEN WEST
COMMUNITY DEVELOPMENT DISTRICT

The Regular Meeting of the Board of Supervisors of the Dowden West Community Development District was held on Thursday, August 17, 2017 at 9:00 a.m. at the Offices of GMS-CF, LLC, 135 W. Central Blvd., Suite 320, Orlando, Florida.

Present and constituting a quorum were:

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| Andrew Abel | Chairman |
| Keith Trace | Vice Chairman |
| Gregory Clark | Assistant Secretary |
| Thomas Franklin | Assistant Secretary |

Also present were:

| | |
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| Jason Showe | District Manager |
| Andrew d'Adesky | District Counsel |
| Darrin Mossing, Jr. | GMS |

FIRST ORDER OF BUSINESS

Roll Call

Mr. Showe called the meeting to order at 9:00 a.m. and called the roll.

SECOND ORDER OF BUSINESS

Public Comment Period

There being none, the next item followed.

THIRD ORDER OF BUSINESS

**Approval of Minutes of the July 20, 2017
Board of Supervisors Meeting and
Acceptance of the Minutes of the July 20,
2017 Landowners' Meeting**

Mr. Showe: The minutes of the July 20, 2017 Board of Supervisors and landowners' meetings were provided in your agenda package. We can take any corrections or changes at this time.

On MOTION by Mr. Franklin, seconded by Mr. Abel, with all in favor the Minutes of the July 20, 2017 Board of Supervisors were approved and the Minutes of the July 20, 2017 Landowners' Meeting was accepted.

FOURTH ORDER OF BUSINESS

Public Hearings

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor, the public hearings were opened.

A. Rules of Procedure

i. Consideration of Resolution 2017-22 Adopting the District's Rules of Procedure

Mr. Showe: This is a Resolution adopting the District's Rules of Procedure, which District Counsel will discuss.

Mr. d'Adesky: Most of these are belt and suspenders, but they are really important suspenders. Lately we have seen a good amount of bid protests in other Districts, from contractors that get frazzled when you get a larger bid. When you're in the neighborhood of \$200,000 to \$300,000, you start getting one or two contracts, and they will come in there and throw in a protest to see if you will settle with them. These are under the Statute and protect us by going through a formal procedure for these certain types of bids that require a bid protest structure. It also specifies the certain types of bids, for example, security services is one that doesn't. The Statutes don't permit it either, so we said that its very clear and they walked away without pushing it any further, which has been great. It also specifies other basic rules, like public records, how to continue meetings and what constitutes a quorum. Many of these things are also mentioned in the Statutes, but it's good to enumerate them in the rules, so it's very clear and straightforward. It also has some language regarding contracts, requiring them to follow all requirements of Florida Law, so as Florida Law changes, it's clear that we are expecting our contractor to follow those updates in the law. For example, I discovered an older contract in another District from the 1990s and it had no public records requirements. Those still are binding, because you adopted Rules of Procedure. We noticed this meeting. They are required to follow and update the law as it changes regarding public records. Once again, we've reviewed these rules. The good thing about working with GMS, is we are experienced working with them.

They use them in other Districts. We reviewed them in other Districts. Every time I go through them, they still look good and are still consistent with Florida Law.

Mr. Showe: We will open it up for any members of the public to provide any comments on the rules. Hearing none, we will return it back to the Board for consideration or any questions you have.

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor Resolution 2017-22 Adopting the District’s Rules of Procedure was adopted.

B. Uniform Method of Collection

i. Consideration of Resolution 2017-23 Expressing the District’s Intent to Utilize the Uniform Method of Collection

Mr. Showe: This is Resolution 2017-23, expressing the District’s intent to utilize the uniform method of collection. This is a standard Resolution that we have for all of our Districts that puts in place that, in the future, you will be using the standardized method for collecting assessments, which is typically on the Tax Roll or direct bill, whatever the Board determines at that point, as you go through your budget process. Do you have any additional comments on that, Andrew?

Mr. d’Adesky: It’s very standard. Every single District is required to use it. We can either direct bill or end up putting it on the Tax Roll, through the Tax Collector, which will require a separate agreement to collect such fees.

Mr. Showe: We will open it up for any members of the public to provide any comments on the rules. Hearing none, we will return it back to the Board for consideration or any questions you have.

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor Resolution 2017-23 Expressing the District’s Intent to Utilize the Uniform Method of Collection was adopted.

On MOTION by Mr. Trace, seconded by Mr. Franklin, with all in favor, the public hearings were closed.

FIFTH ORDER OF BUSINESS

Consideration of Agreement with Dewberry to Provide District Engineering Services

Mr. Showe: At the last meeting, you ranked Dewberry, the number one ranked firm and authorized the District to come back with a contract. That’s the contract you see here. I think its standard, and in line with the hourly rates they provided you as part of their bid.

Mr. d’Adesky: I agree. It’s the standard agreement that we have seen with Dewberry in other District’s.

Mr. Abel: Do you agree with all of the terms and conditions?

Mr. d’Adesky: Yes, the terms and conditions are fair and consistent with Florida Law.

On MOTION by Mr. Abel, seconded by Mr. Clark, with all in favor the Agreement with Dewberry to Provide District Engineering Services was approved.

SIXTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. d’Adesky: Jan had a meeting with the Developer and the Underwriter the other day, to discuss the timing of the bond issuance. We drafted an Acquisition Agreement, which will allow the acquisition of assets before the issuance of bonds, based on the timeline. Let’s say that certain improvements are completed and ready to go and ready to be transferred to the District, we don’t want to hold off on that because of the timing of our financing. Therefore, we prepared a draft agreement. We were considering bringing it in today, but we are actually going to wait until the next meeting so we can have House Counsel look at it to make sure that they are okay with it. This is our standard agreement that we use for all of our Districts. We would like to extend that professional courtesy. We will expect that at the next Board meeting. I don’t anticipate any conveyances in the next month, so it’s not an issue in terms of timing. That’s all I had to report.

B. Engineer

There not being any, the next item followed.

C. District Manager’s Report

i. Consideration of Funding Request #3

Mr. Flint: We have Funding Request #3, for the regular monthly fees.

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor Funding Request #3 was approved.

SEVENTH ORDER OF BUSINESS

Supervisors Requests

Mr. Trace: Did we set future meetings?

EIGHTH ORDER OF BUSINESS

Other Business

There not being any, the next item followed.

NINTH ORDER OF BUSINESS

Next Meeting Date

Mr. Showe: The next meeting is scheduled for September 21, 2017.

Mr. d'Adesky: Tom sent us an Outlook invitation in the last couple of days. Can we receive those earlier? When Stacie sends out the email, can she send out a meeting request at the same time?

Mr. Showe: We will go ahead and have it sent out. Sometimes it's tricky with different calendars. We will make a note of that. When we provide the meeting schedule for next year, the Board will approve a full schedule for the next year.

TENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Abel, seconded by Mr. Franklin, with all in favor the meeting was adjourned at 9:08 a.m.

Secretary / Assistant Secretary

Chairman / Vice Chairman