

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 Thursday, November 21, 2019 at 9:00 a.m. in the offices of GMS-CF, LLC, 219 E. Livingston Street, Orlando, Florida.

Present and constituting a quorum were:

Chuck Bell	Chairman
Tom Franklin	Vice Chairman
Connie Luong	Assistant Secretary

Also present were:

George Flint	District Manger
Andrew d’Adesky	District Counsel
Bob Johnson	District Engineer

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order and called the roll.

SECOND ORDER OF BUSINESS

Public Comment Period

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Organizational Matters

A. Administration of Oath of Office to Newly Elected Board Members

Mr. Flint being a Notary Public of the State of Florida administered the Oath of Office to Ms. Luong and Mr. Franklin.

Mr. d’Adesky: A CDD is a form of local government like a city or county just with limited powers so we are subject to a lot of the same laws as public officials. As an example, the most important thing is the Sunshine Law, which means outside of a publicly noticed CDD meeting you can’t discuss CDD business that will or could come before the Board with any of the other Board members. Your emails, text messages can be subject to a public records request insofar as it relates to CDD business. We recommend that you set up a folder or something where you can drop your

CDD emails in. I know George can set up a CDD email if you want that. You are subject to certain requirements such as filing the financial disclosure form and George will walk you through the forms. If you ever have anything that would be a direct benefit to you not a general benefit you have to declare a conflict. If you have any questions about that we can give you some guidance. If you have any question you can always ask George or myself.

Mr. Flint: The Sunshine Law applies to the Board members communicating not with us. You can talk to staff, but you can only talk to the other Board members about non-CDD business outside of a CDD meeting. There is an information sheet that comes to us, the next form is the Form 1: Statement of Financial Interests that needs to be filed within 30 days of today with the Supervisor of Elections in the county in which you reside. It is very important that you file that within 30 days, they do track that and annually they will mail you an update at the beginning of June that is due July 1st. We suggest you have some evidence that you filed it either hand delivery, certified, something you can show that it was delivered. Most of the supervisors of elections accept it by email now, you just need to call and ask them who the contact is and they will send you a confirmation email. There is a final Form 1F that needs to be filed when you leave the Board.

Mr. Franklin: Be careful when you get an email from their office, don't respond to all, just directly back to GMS. If you respond to all, all of us get a copy of it and technically it is a violation of the Sunshine Law.

B. Consideration of Resolution 2020-01 Canvassing and Certifying the Results of the Landowners' Election

Mr. Flint: Resolution 2020-01 canvasses and certifies the results of the landowners' election. Ms. Luong and Mr. Franklin will serve four-year terms of office and Mr. Clark will serve a two-year term of office.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor Resolution 2020-01 canvassing and certifying the results of the landowners' election was approved.

C. Consideration of Resolution 2020-02 Electing Officers

Mr. Flint: Currently Mr. Bell is Chair, Mr. Franklin is Vice Chair, the other three Board members are Assistant Secretaries with the exception of Ms. Luong, I am the secretary, Ariel

Lovera is Treasurer and Teresa Viscarra is Assistant Treasurer. We can handle this as a slate of officers or take each office individually.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor Resolution 2020-02 was approved keeping the officers the same and Ms. Luong being an assistant secretary.

FOURTH ORDER OF BUSINESS

Approval of the Minutes of the September 18, 2019 Board of Supervisors Meeting and Acceptance of the Minutes of the September 18, 2019 Audit Committee Meeting

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor the minutes of the September 18, 2019 Board meeting were approved as presented and the September 18, 2019 audit committee meeting minutes were accepted.

FIFTH ORDER OF BUSINESS

Ratification of Agreement with Berger Toombs Elam Gaines & Frank to Provide Auditing Services for Fiscal Year 2018

Mr. Flint: Next is ratification of the agreement with Berger Toombs for the Fiscal Year 2018 audit. We had to go back and do an audit for 2018 based on the fact that we had issued bonds. We didn't trigger the revenue trigger in the General Fund but the fact that we had issued bonds required us to go back and do that. You have the engagement letter with Berger Toombs, the District's independent auditor. The audit has been completed and transmitted to the State of Florida and I'm asking the Board to ratify the engagement.

On MOTION by Mr. Franklin seconded by Mr. Bell with all in favor the engagement letter with Berger Toombs to perform the Fiscal Year 2018 audit was ratified.

SIXTH ORDER OF BUSINESS

Consideration of Agreement with Berger Toombs Elam Gaines & Frank to Provide Auditing Services for Fiscal Year 2019

Mr. Flint: Next is the engagement letter with Berger Toombs for the Fiscal Year 2019 audit. You went through a selection process and selected Berger Toombs, they provided five years of pricing and this is the first of the five years for a not to exceed amount of \$3,375. The audit is already underway and we are asking the Board to ratify my execution of the agreement.

On MOTION by Mr. Franklin seconded by Mr. Bell with all in favor the engagement letter with Berger Toombs to perform the fiscal year 2019 audit was ratified.

SEVENTH ORDER OF BUSINESS

Consideration of Agreement with Amtec to Provide Arbitrage Rebate Calculation Services for the Series 2018 Bonds

Mr. Flint: Next is an agreement for arbitrage rebate calculation services from Amtec in the amount of \$450 a year. This is required by the IRS that we demonstrate that we are not earning more interest than we are paying.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor the agreement with Amtec to provide arbitrage rebate calculation services for the Series 2018 bonds was approved.

EIGHTH ORDER OF BUSINESS

Ratification of Series 2018 Requisitions #1 & #2

Mr. Flint: Next are two requisitions for the Series 2018 bonds, the first is for \$1,207 to reimburse Dowden West for legal fees that were paid related to the review of the Methodology and Engineer's Report. Requisition 2 is paid to Dewberry Engineers in the amount of \$1,005 for services related to preparing the requisition and Engineer's Report.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor requisitions #1 & #2 from the series 2018 bonds were ratified.

NINTH ORDER OF BUSINESS

Review and Acceptance of the Fiscal Year 2018 Audit Report

Mr. Flint: Next is review and acceptance of the Fiscal Year 2018 audit report. You just ratified the engagement letter and this has been transmitted to the State of Florida. If there were any issues, findings or recommendations they would be indicated in the management letter and there are no findings or recommendations and they determined we complied with the pertinent provisions of the rules of the Auditor General they are required to review. It is a clean audit.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor the Fiscal Year 2018 audit was accepted.

TENTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. d’Adesky: There are some conveyances we have been working on for the lift stations and utilities. We have been working with Orange County real estate management to get the forms of deeds. I believe Chuck hasn’t signed the deeds yet.

Mr. Bell: I signed them last Friday.

Mr. d’Adesky: That has been sent and they are the ones responsible for recording those documents. I assume they will send us recorded copies back. I will prepare a short Engineer’s certificate with a very basic description that mirrors the conveyance for the Engineer to sign so it shows that is accompanying the upcoming requisition for \$4 million.

B. Engineer

Mr. Johnson: We are wrapping up construction for CDD improvements.

C. Manager

i. Approval of Check Register

Mr. Flint presented the check register from September 12, 2019 through November 14, 2019 in the amount of \$23,309.45.

On MOTION by Mr. Franklin seconded by Mr. Bell with all in favor the check registers were approved.

ii. Balance Sheet and Income Statement

A copy of the balance sheet and income statement were included in the agenda package.

iii. Ratification of FY19 Funding Request no. 11

Mr. Flint: Next is ratification of funding request no. 11 in the amount of \$15,935.78. Going forward we will have assessment revenue but to close out the prior fiscal year and to fund some expenses in the current year until the assessment revenue starts coming in there is a portion of this funding request that applies to FY20 and a portion to the prior year.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor Fiscal Year 2019 funding request no. 11 was ratified.

There being none, the next item followed.

TWELFTH ORDER OF BUSINESS Other Business

There being none, the next item followed.

THIRTEENTH ORDER OF BUSINESS Next Meeting Date

Mr. Flint: We have a meeting scheduled for December 19th. I don't foresee any business.

Mr. Bell: If there is no pressing Board business, we will likely cancel that meeting.

Mr. Flint: I will touch base with you.

On MOTION by Mr. Bell seconded by Mr. Franklin with all in favor
the meeting adjourned at 9:17 a.m.


Secretary/Assistant Secretary


Chairman/Vice Chairman