

**MINUTES OF MEETING
FALLSCHASE
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Fallschase Community Development District held a Special Meeting on March 1, 2021 at 9:00 a.m., at 2810 Remington Green Circle, Tallahassee, Florida 32308.

Present at the meeting were:

Richard Yates	Chair
Rick Singletary	Vice Chair
Jeff Phipps	Assistant Secretary
William Lamb	Assistant Secretary

Also present were:

Howard McGaffney	District Manager
Ken van Assenderp (via telephone)	District Counsel
Jennifer Kilinski	Developer's Counsel
Roger Wynn	District Engineer
Eddie Bass	District Engineer
Max Beverly	Landowner Representative

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. McGaffney called the meeting to order at 9:07 a.m. Supervisors Yates, Phipps, Lamb and Rick Singletary were present, in person. Supervisor Lewis Singletary was not present.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

THIRD ORDER OF BUSINESS

Consent Agenda Items

- A. Acceptance of Unaudited Financial Statements as of January 31, 2021**
- B. Approval of August 31, 2020 Virtual Public Hearing and Regular Meeting Minutes**

Mr. McGaffney presented the Consent Agenda items.

On MOTION by Mr. Phipps and seconded by Mr. Rick Singletary, with all in favor, the Consent Agenda Items, as presented, were accepted and approved.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2021-01, Designating a Date, Time, and Location for a Landowners’ Meeting of the District, and Providing for an Effective Date [Seats 1, 2 & 3]

Mr. McGaffney presented Resolution 2021-01. The Landowners’ meeting was set for November 8, 2021 at 9:00 a.m.

On MOTION by Mr. Lamb and seconded by Mr. Phipps, with all in favor, Resolution 2021-01, Designating a Date, Time, and Location of November 8, 2021 at 9:00 a.m., at 2810 Remington Green Circle, Tallahassee, Florida 32308, for a Landowners’ Meeting of the District, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS

Consideration of Acquisition Agreement (2021 Bonds)

Mr. McGaffney presented the Acquisition Agreement between the Fallschase Community Development District and RMDC, Inc., related to the 2021 bonds. Mr. van Assenderp stated he made a few suggestions regarding the wording to Developer’s Counsel, Ms. Kilinski, and she agreed to make the changes. Asked what the Agreement entails, Mr. McGaffney explained that that the District must acquire infrastructure funded by the Developer, in order for the Developer to be reimbursed for the cost of the infrastructure that the District will own. Once the bonds are issued, the District would reimburse some of the construction costs back to the Developer. Additionally, any property or infrastructure, such as a lift station, which is deeded over to the City or County, would need to belong to the District first. Mr. van Assenderp stated, through the Acquisition Agreement, the CDD enters the beginning phase of becoming what it was created to be by the Florida Legislature.

Discussion ensued regarding funding the infrastructure improvements, Engineer's Report, Methodology, asset certification and ratification of the document. Asked if this is the first of many acquisition Agreements, Mr. Yates replied affirmatively. Mr. van Assenderp commended Mr. Wynn for his diligence in monitoring the use of materials and methodology for construction of the infrastructure.

On MOTION by Mr. Rick Singletary and seconded by Mr. Phipps, with all in favor, the Acquisition Agreement between the Fallschase CDD and RMDC, Inc., related to the 2021 Bonds, in substantial form and subject to final review by District Counsel and Developer's Counsel, and authorizing the Chair to execute, was approved.

SIXTH ORDER OF BUSINESS

Consideration of Acquisition Package Related to A Portion of the District's Capital Improvement Plan

Mr. McGaffney read the following letter to the District from the Developer, into the record:

"RMDC, Inc. (the "Developer") has completed and wishes to sell to the District certain improvements, which improvements are more particularly set forth in the Engineer's Report (defined below) (the "Improvements"). The Developer wishes to convey the Improvements, which were included in the District's Engineer's Report, dated April 23, 2007, and is likewise expected to be addressed in the Supplemental Engineer's Report for the Fallschase 2021 Bonds (collectively, the "Engineer's Report") to the District in Exchange for the payment of \$10,634,742.12 representing the actual cost of constructing the Improvements. At the appropriate time, please have the funds made payable to RMDC, Inc."

Mr. McGaffney asked if the Acquisition Package should be approved in substantial form. Mr. van Assenderp replied affirmatively and stated that he previously reviewed it, conferred with Ms. Kilinski and requested a few changes, which she adopted.

Discussion ensued regarding the contents of the package, payment amount, special assessments, property values, Supplemental Assessment Methodology and the Developer.

Ms. Kilinski joined the meeting.

Ms. Kilinski stated that she authored several of the Acquisition Package documents. The Package is similar, in form, to those normally seen in conjunction with acquisition of governmental improvements and outlines the types of improvements that are part of the District's current Capital Improvement Plan (CIP), which the Board previously adopted in the Master Engineer's Report, that Staff anticipates would be specifically identified in the Supplemental Engineer's Report, at a later date. She discussed several documents, including the Affidavit Regarding Costs Paid, Acknowledgements of Acquisition of Certain Improvements, Construction Contract, Warranties, Bill of Sale, Moore Bass Certification document and the Special Warranty Deed.

Ms. Kilinski suggested approval in substantial form and authorizing final execution by the Chair, in conjunction with District Staff, and for the Developer to complete the final part of the application.

Discussion ensued regarding the Acquisition Package, time frame to complete and/or finalize the transaction, conveyance of utility improvements to other governmental entities, upcoming meetings, final pay application, final Affidavit of Costs Paid, reimbursing the Developer, Supplemental Engineer's Report, Supplemental Methodology Report and imposing/levying special assessments. Ms. Kilinski stated that the Package would allow for turnover of certain improvements, even if it needs to occur prior to the bond issuance.

On MOTION by Mr. Phipps and seconded by Mr. Rick Singletary, with all in favor, the Acquisition Package Related to A Portion of the District's Capital Improvement Plan, in substantial form, and authorizing final execution by the Chair, in conjunction with District Staff, was approved.

SEVENTH ORDER OF BUSINESS

Staff Reports

A. **Attorney: *van Assenderp Law***

Mr. van Assenderp reported the following:

- Mr. Charles Gardner currently has the new legal descriptions of the property to be contracted out of the District.

- The petition that was previously drafted and sent to the County would be corrected to update the ownership and obtain new signatures.
- Mr. Gardner would then interact with the County to get the boundaries contracted through an amendment to the ordinance.

B. Engineer: Moore Bass Consulting, Inc.

Mr. Wynn stated the construction is ongoing and nearing completion. As-built surveys are needed prior to the Engineer’s certification.

Discussion ensued regarding the as-builts.

C. Manager: Wrathell, Hunt and Associates, LLC

- NEXT MEETING DATE: April 5, 2021 at 11:00 A.M.

The next meeting would be held on April 5, 2021 at 11:00 a.m., unless cancelled.

EIGHTH ORDER OF BUSINESS

Audience Comments/Supervisors Requests

There being no audience comments or Supervisors’ requests, the next item followed.

NINTH ORDER OF BUSINESS

Adjournment

There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. Phipps and seconded by Mr. Lamb, with all in favor, the meeting adjourned at 9:52 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]


Secretary/Assistant Secretary


Chair/Vice Chair