MINUTES OF MEETING
SOLAERIS COMMUNITY DEVELOPMENT DISTRICT

The Board of Supervisors of the Solaeris Community Development District held Public Hearings and a Regular Meeting on March 16, 2023 at 11:15 a.m., at the Verano Social Clubhouse, 10291 SW Visconti Way, Port St. Lucie, Florida 34986.

Present at the meeting were:

Michael Caputo	Chair
Jon Seifel	Vice Chair
Justin Frye	Assistant Secretary
John Csapo	Assistant Secretary

Also present were:

Cindy Cerbone	District Manager
Andew Kantarzhi	Wrathell, Hunt and Associates, LLC (WHA)
Jere Earlywine (via telephone)	District Counsel
Steve Sanford (via telephone)	Bond Counsel

FIRST ORDER OF BUSINESS **Call to Order/Roll Call**

Ms. Cerbone called the meeting to order at 11:18 a.m.

Mr. Kantarzhi, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Justin Frye, Mr. Michael Caputo, Mr. John Csapo and Mr. Jon Seifel. Mr. Scott Morton was not present and will be sworn in at the next meeting.

Supervisors Frye, Caputo, Csapo and Seifel were present. Supervisor Morton was not present.

SECOND ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

THIRD ORDER OF BUSINESS **Administration of Oath of Office to Elected Board Members *(the following will be provided in a separate package)***

This item was addressed during the First Order of Business.

The Supervisors were already familiar with the following:

A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees

B. Membership, Obligations and Responsibilities

C. Financial Disclosure Forms

- **I. Form 1: Statement of Financial Interests**
- **II. Form 1X: Amendment to Form 1, Statement of Financial Interests**
- **III. Form 1F: Final Statement of Financial Interests**

D. Form 8B: Memorandum of Voting Conflict

FOURTH ORDER OF BUSINESS **Consideration of Resolution 2023-27, Canvassing and Certifying the Result of the Landowners' Election of Supervisors held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date**

Ms. Cerbone presented Resolution 2023-27. She recapped the following results of the Landowners' Election held February 3, 2023:

Seat 1	Scott Morton	148 votes	Four-year Term
Seat 2	Michael Caputo	148 votes	Four-year Term
Seat 3	Justin Frye	147 votes	Two-year Term
Seat 4	Jon Seifel	147 votes	Two-year Term
Seat 5	John Csapo	147 votes	Two-year Term

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, Resolution 2023-27, Canvassing and Certifying the Result of the Landowners' Election of Supervisors held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS **Consideration of Resolution 2023-28, Designating Certain Officers of the District, and Providing for an Effective Date**

Ms. Cerbone presented Resolution 2023-28. Mr. Caputo nominated the following slate:

Chair	Michael Caputo
Vice Chair	Jon Seifel
Assistant Secretary	Scott Morton
Assistant Secretary	Justin Frye
Assistant Secretary	John Csapo
Assistant Secretary	Cindy Cerbone
Assistant Secretary	Andrew Kantarzhi

No other nominations were made. Prior appointments by the Board for Secretary, Treasurer and Assistant Treasurer remain unaffected by this Resolution.

On MOTION by Mr. Caputo and seconded by Mr. Frye, with all in favor, Resolution 2023-28, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS **Public Hearing to Hear Public Comments and Objections to the Adoption of the Rules of Procedure, Pursuant to Sections 120.54 and 190.035, Florida Statutes**

A. Affidavits of Publication

B. Consideration of Resolution 2023-29, Adopting Rules of Procedure; and Providing a Severability Clause; and Providing an Effective Date

Ms. Cerbone noted that the Rules of Procedure were provided at the Organizational Meeting and are similar to the Silver Oaks CDD. The Rules generally govern how CDD meetings operate, set forth the powers of the Board Members and address rulemaking processes relating to competitive purchasing, which mirror Florida statutory provisions.

On MOTION by Mr. Frye and seconded by Mr. Caputo, with all in favor, the Public Hearing was opened.

No members of the public spoke.

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, the Public Hearing closed.

Ms. Cerbone presented Resolution 2023-29.

On MOTION by Mr. Frye and seconded by Mr. Caputo, with all in favor, Resolution 2023-29, Adopting Rules of Procedure; and Providing a Severability Clause; and Providing an Effective Date, was adopted.

SEVENTH ORDER OF BUSINESS **Public Hearing on Adoption of Fiscal Year 2022/2023 Budget**

A. Affidavits of Publication

B. Consideration of Resolution 2023-30, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2022, and Ending September 30, 2023; Authorizing Budget Amendments; and Providing an Effective Date

Ms. Cerbone stated that the proposed Fiscal Year 2023 budget is the same as the version presented at the Organizational Meeting.

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, the Public Hearing was opened.

No members of the public spoke.

On MOTION by Mr. Frye and seconded by Mr. Caputo, with all in favor, the Public Hearing was closed.

Ms. Cerbone presented Resolution 2023-30.

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, Resolution 2023-30, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2022, and Ending September 30, 2023; Authorizing Budget Amendments; and Providing an Effective Date, was adopted.

EIGHTH ORDER OF BUSINESS **Ratification of Engagement with Jere Earlywine at Kutak Rock LLP**

Mr. Earlywine presented the Transition Letter executed on February 7, 2023 acknowledging his resignation from KE Law Group and the check mark indicating the CDD's wish to transfer District Counsel Services to him at his new firm, Kutak Rock LLP.

On MOTION by Mr. Caputo and seconded by Mr. Frye, with all in favor, District transferring District Counsel Services from KE Law Group and engaging Jere Earlywine/Kutak Rock LLP for District Counsel Services, was ratified.

NINTH ORDER OF BUSINESS **Consideration of Resolution 2023-07, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date**

Ms. Cerbone presented Resolution 2023-07. The Primary Administrative office address will be inserted into the Resolution.

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, Resolution 2023-07, as amended, Designating 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 as the Primary Administrative Office and FirstService Residential Port St. Lucie, 543 NW Lake Whitney Place, Suite #101, Port St. Lucie, Florida 34986 as the Principal Headquarters of the District and Providing an Effective Date, was adopted.

TENTH ORDER OF BUSINESS **Consideration of the Following Bond Financing Related Items:**

A. Presentation of Master Engineer's Report

Mr. Earlywine presented the Master Engineer's Report dated March 13, 2023 and noted the following:

- The original Engineer's Report estimated the costs for the overall Capital Improvement Plan (CIP) master improvements at roughly $106 million; it includes spine roads, off-site utility connection fees and a small number of stormwater site improvements.
- The CIP was not changed much. It contemplates adding additional properties into the Master CDD, the CDD financing the entire CIP and that all the land brought into the CDD boundary will benefit from the CIP.
- The Boundary Amendment envisions 2,257 additional planned units and that the commercial acreage is still an open item.

Mr. Frye asked if the maximum bond amount takes into account the total units of 7,002 as shown in the Chart on Page 1. Mr. Earlywine replied affirmatively.

On MOTION by Mr. Caputo and seconded by Mr. Frye, with all in favor, the Master Engineer's Report dated March 13, 2023, in substantial form for the purposes of bond validation, was approved.

B. Resolution 2023-26, Authorizing the Issuance of Not to Exceed $145,015,000 Aggregate Principal Amount of Solaeris Community Development District Special Assessment Bonds, in One or More Series to Pay All or a Portion of the Costs of the Planning, Financing, Construction and/or Acquisition of Public Infrastructure Improvements Including, But Not Limited to Entry Features and Signage, Stormwater Facilities, Water and Sewer Facilities, Recreation Facilities and Road Construction, and Associated Professional Fees and Incidental Costs Related Thereto Pursuant to Chapter 190, Florida Statutes, as Amended; Appointing a Trustee; Approving the Form of and Authorizing the Execution and Delivery of a Master Trust Indenture; Providing that Such Bonds Shall Not Constitute a Debt, Liability or Obligation of Solaeris Community Development District, Manatee County, Florida, or the State of Florida or of Any Political Subdivision Thereof, But Shall Be Payable from Special Assessments

Assessed and Levied on the Property Within the District Benefited By the Improvements and Subject to Assessment; Providing for the Judicial Validation of Such Bonds; and Providing for Other Related Matters

Mr. Sanford presented Resolution 2023-26, which accomplishes the following:

- Authorizes issuance of up to $145,015,000 special assessment bonds, to be issued in one or more series.
- Authorizes issuance of bonds to finance all or a portion of infrastructure set forth in the Engineer's Report.
- Approves the Master Trust Indenture and Supplemental Trust Indenture in substantial form.
- Appoints Regions Bank as the Bond Trustee.
- Does not require issuing the full amount bonds.

The Board agreed with the suggestion to add a Whereas clause to reference "sanitary sewer, portable water systems and IQ water systems" to the Resolution.

On MOTION by Mr. Csapo and seconded by Mr. Caputo, with all in favor, Resolution 2023-26, as amended and subject to changes in the title, addition of a Whereas clause and an exhibit, Authorizing the Issuance of Not to Exceed $145,015,000 Aggregate Principal Amount of Solaeris Community Development District Special Assessment Bonds, in One or More Series to Pay All or a Portion of the Costs of the Planning, Financing, Construction and/or Acquisition of Public Infrastructure Improvements Including, But Not Limited to Entry Features and Signage, Stormwater Facilities, Water and Sewer Facilities, Recreation Facilities and Road Construction, and Associated Professional Fees and Incidental Costs Related Thereto Pursuant to Chapter 190, Florida Statutes, as Amended; Appointing a Trustee; Approving the Form of and Authorizing the Execution and Delivery of a Master Trust Indenture; Providing that Such Bonds Shall Not Constitute a Debt, Liability or Obligation of Solaeris Community Development District, Manatee County, Florida, or the State of Florida or of Any Political Subdivision Thereof, But Shall Be Payable from Special Assessments Assessed and Levied on the Property Within the District Benefited By the Improvements and Subject to Assessment; Providing for the Judicial Validation of Such Bonds; and Providing for Other Related Matters, was adopted.

ELEVENTH ORDER OF BUSINESS **Approval of Minutes**

A. December 21, 2022 Organizational Meeting

B. February 3, 2023 Landowners' Meeting

On MOTION by Mr. Caputo and seconded by Mr. Frye, with all in favor, the December 21, 2022 Organizational Meeting and February 3, 2023 Landowners' Meeting Minutes, as presented, were approved.

TWELFTH ORDER OF BUSINESS **Staff Reports**

A. District Counsel: *Kutak Rock LLP*

Mr. Earlywine stated the bond validation filing will be next week. It will take four or five months to get approved. The Boundary Amendment will be presented at the next meeting and, once filed, he anticipates being able to impose assessments by the third quarter and to be ready to issue bonds.

B. District Engineer (Interim): *Thomas Engineering Group, LLC*

There was no report.

C. District Manager: *Wrathell, Hunt and Associates, LLC*

I. Discussion: Fiscal Year 2024 Proposed Budget

As Ms. Cerbone was advised the CDD will not own any improvements in Fiscal Year 2024, the Fiscal Year 2024 budget will consist of only professional and administrative costs. If this changes, a budget amendment will be necessary to include field operations costs.

Regarding the deposit due for the utility extension connection fees, Mr. Earlywine suggested Kolter pay the expense since the bonds will not be issued by then.

II. NEXT MEETING DATE: April 20, 2023 at 11:15 A.M.

- **QUORUM CHECK**

THIRTEENTH ORDER OF BUSINESS **Board Members' Comments/Requests**

Mr. Seifel stated it is time to start the process of exercising the power of eminent domain on the drainage easement running through the CDD's boundaries; it was inadvertently omitted from the title. The Title Insurance Company engaged Attorney John Little, of the Gunster Law Firm, to file a title claim.

Mr. Earlywine highlighted Florida Statute Chapter 190, which allows the CDD to condemn property for public purposes within the CDD's boundaries and outside the CDD's boundaries, subject to obtaining permission from the County.

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, authorizing Mr. Seifel and Mr. Earlywine to proceed with discussions about the eminent domain matter with the Gunster Law Firm and advise if further action is needed, was approved.

FOURTEENTH ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

FIFTEENTH ORDER OF BUSINESS **Adjournment**

On MOTION by Mr. Frye and seconded by Mr. Csapo, with all in favor, the meeting adjourned at 11:57 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

Secretary/Assistant Secretary

Chair/Vice Chair