

**MINUTES OF MEETING
RIDGE AT HEATH BROOK
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Ridge at Heath Brook Community Development District held a Public Hearing and Regular Meeting on October 7, 2022 at 11:30 a.m., at The Club at Ocala Preserve, 4021 NW 53rd Avenue Road, Ocala, Florida 34482.

Present at the meeting were:

Christian Cotter	Chair
Mary Moulton	Vice Chair
Ty Vincent	Assistant Secretary

Also present were:

Kristen Suit	District Manager
Jere Earlywine (via telephone)	District Counsel
Santiago Machado (via telephone)	District Engineer
Cynthia Wilhelm (via telephone)	Bond Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Suit called the meeting to order at 11:49 a.m. Supervisors Cotter, Moulton and Vincent were present, in person. Supervisors Roscoe and Zook were not present.

SECOND ORDER OF BUSINESS

Public Comments

There were no public comments.

THIRD ORDER OF BUSINESS

Public Hearing to Consider the Adoption of an Assessment Roll and the Imposition of Special Assessments Relating to the Financing and Securing of Certain Public Improvements

- ***Hear testimony from the affected property owners as to the propriety and advisability of making the improvements and funding them with special assessments on the property.***

- *Thereafter, the governing authority shall meet as an equalizing board to hear any and all complaints as to the special assessments on a basis of justice and right.*

These items would be addressed below.

A. Affidavit/Proof of Publication

B. Mailed Notice to Property Owner(s)

These items were included for informational purposes.

C. Engineer’s Report *(for informational purposes)*

D. Amended Master Special Assessment Methodology Report *(for informational purposes)*

E. Consideration of Resolution 2023-01, Making Certain Findings; Authorizing a Capital Improvement Plan; Adopting an Engineer’s Report; Providing an Estimated Cost of Improvements; Adopting an Assessment Report; Equalizing, Approving, Confirming and Levying Debt Assessments; Addressing the Finalization of Special Assessments; Addressing the Payment of Debt Assessments and the Method of Collection; Providing for the Allocation of Debt Assessments and True-Up Payments; Addressing Government Property, and Transfers of Property to Units of Local, State and Federal Government; Authorizing an Assessment Notice; and Providing for Severability, Conflicts and an Effective Date

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

No members of the public spoke.

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

- *Hear testimony from the affected property owners as to the propriety and advisability of making the improvements and funding them with special assessments on the property.*

There were no property owners present at the meeting.

- ***Thereafter, the governing authority shall meet as an equalizing board to hear any and all complaints as to the special assessments on a basis of justice and right.***

The Board, sitting as the Equalizing Board, made no changes.

Ms. Suit presented Resolution 2023-01 and read the title.

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, Resolution 2023-01, Making Certain Findings; Authorizing a Capital Improvement Plan; Adopting an Engineer's Report; Providing an Estimated Cost of Improvements; Adopting an Assessment Report; Equalizing, Approving, Confirming and Levying Debt Assessments; Addressing the Finalization of Special Assessments; Addressing the Payment of Debt Assessments and the Method of Collection; Providing for the Allocation of Debt Assessments and True-Up Payments; Addressing Government Property, and Transfers of Property to Units of Local, State and Federal Government; Authorizing an Assessment Notice; and Providing for Severability, Conflicts and an Effective Date, was adopted.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2023-02, Delegating to the Chairman of the Board of Supervisors of Ridge at Heath Brook Community Development District (the "District") the Authority to Approve the Sale, Issuance and Terms of Sale of Ridge at Heath Brook Community Development District Capital Improvement Revenue Bonds, Series 2022 (Assessment Area One), as a Single Series of Bonds Under the Master Trust Indenture (the "Series 2022 Bonds") in Order to Finance the Assessment Area One Project; Establishing the Parameters for the Principal Amounts, Interest Rates, Maturity Dates, Redemption Provisions and Other Details Thereof; Approving the Form of and Authorizing the Chairman to Accept the Bond Purchase Contract for the Series 2022 Bonds; Approving a Negotiated Sale of the Series 2022 Bonds to the Underwriter;

Approving the Forms of the Master Trust Indenture and First Supplemental Trust Indenture And Authorizing the Execution and Delivery Thereof by Certain Officers of the District; Appointing a Trustee, Paying Agent and Bond Registrar for the Series 2022 Bonds; Approving the Form of the Series 2022 Bonds; Approving the Form of and Authorizing the Use of the Preliminary Limited Offering Memorandum and Limited Offering Memorandum Relating to the Series 2022 Bonds; Approving the Form of the Continuing Disclosure Agreement Relating to the Series 2022 Bonds; Authorizing Certain Officers of the District to Take All Actions Required and to Execute and Deliver All Documents, Instruments and Certificates Necessary In Connection With the Issuance, Sale and Delivery of the Series 2022 Bonds; Authorizing the Vice Chairman and Assistant Secretaries to Act in the Stead of the Chairman or the Secretary, as the Case May Be; Specifying the Application of the Proceeds of the Series 2022 Bonds; Authorizing Certain Officers of the District to Take All Actions and Enter Into All Agreements Required in Connection With the Acquisition and Construction of the Assessment Area One Project; and Providing an Effective Date

Ms. Wilhelm presented Resolution 2023-02, known as the Delegation Award Resolution.

This Resolution accomplishes the following:

- Authorizes the Board Chair to enter into a Bond Purchase Contract (BPC) so long as the BPC adheres to the Schedule I Parameters.
- Approves the forms of certain documents needed to market, price and sell the bonds, including the BPC, Master Supplemental Indenture, Preliminary Limited Offering Memorandum and the Continuing Disclosure Agreement.

Ms. Wilhelm reviewed the Schedule I Parameters within which the Chair should accept the BPC and recommended approval in substantial form.

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, Resolution 2023-02, Delegating to the Chairman of the Board of Supervisors of Ridge at Heath Brook Community Development District (the "District") the Authority to Approve the Sale, Issuance and Terms of Sale of Ridge at Heath Brook Community Development District Capital Improvement Revenue Bonds, Series 2022 (Assessment Area One), as a Single Series of Bonds Under the Master Trust Indenture (the "Series 2022 Bonds") in Order to Finance the Assessment Area One Project; Establishing the Parameters for the Principal Amounts, Interest Rates, Maturity Dates, Redemption Provisions and Other Details Thereof; Approving the Form of and Authorizing the Chairman to Accept the Bond Purchase Contract for the Series 2022 Bonds; Approving a Negotiated Sale of the Series 2022 Bonds to the Underwriter; Approving the Forms of the Master Trust Indenture and First Supplemental Trust Indenture And Authorizing the Execution and Delivery Thereof by Certain Officers of the District; Appointing a Trustee, Paying Agent and Bond Registrar for the Series 2022 Bonds; Approving the Form of the Series 2022 Bonds; Approving the Form of and Authorizing the Use of the Preliminary Limited Offering Memorandum and Limited Offering Memorandum Relating to the Series 2022 Bonds; Approving the Form of the Continuing Disclosure Agreement Relating to the Series 2022 Bonds; Authorizing Certain Officers of the District to Take All Actions Required and to Execute and Deliver All Documents, Instruments and Certificates Necessary In Connection With the Issuance, Sale and Delivery of the Series 2022 Bonds; Authorizing the Vice Chairman and Assistant Secretaries to Act in the Stead of the Chairman or the Secretary, as the Case May Be; Specifying the Application of the Proceeds of the Series 2022 Bonds; Authorizing Certain Officers of the District to Take All Actions and Enter Into All Agreements Required in Connection With the Acquisition and Construction of the Assessment Area One Project; and Providing an Effective Date, in substantial form, was adopted.

FIFTH ORDER OF BUSINESS

Presentation of Supplemental Engineer's Report

Mr. Earlywine recommended approval of the Supplemental Engineer's Report in substantial form.

On MOTION by Mr. Cotter and seconded by Ms. Moulton, with all in favor, the Supplemental Engineer’s Report dated October 7, 2022, in substantial form, was approved.

SIXTH ORDER OF BUSINESS

Presentation of First Supplemental Special Assessment Methodology Report

Ms. Suit briefly reviewed the First Supplemental Special Assessment Methodology Report, specifically the Appendix Tables. She requested approval in substantial form.

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, the First Supplemental Special Assessment Methodology Report dated October 7, 2022, in substantial form, was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2023-03, Setting Forth the Specific Terms of the District’s Special Assessment Revenue Bonds, Series 2022; Making Certain Additional Findings and Confirming and/or Adopting a Supplemental Engineer’s Report and a Supplemental Assessment Report; Delegating Authority to Prepare Final Reports and Update this Resolution; Confirming the Maximum Assessment Lien Securing the Bonds; Addressing the Allocation and Collection of the Assessments Securing the Bonds; Addressing Prepayments; Addressing True-Up Payments; Providing for the Supplementation of the Improvement Lien Book; and Providing for Conflicts, Severability and an Effective Date

Ms. Suit presented Resolution 2023-03.

Mr. Earlywine stated this is the final assessment resolution, which authorizes Staff to update the Reports that are attached, after the pricing of the bonds.

On MOTION by Mr. Vincent and seconded by Ms. Moulton, with all in favor, the Resolution 2023-03, Setting Forth the Specific Terms of the District’s Special Assessment Revenue Bonds, Series 2022; Making Certain Additional Findings and Confirming and/or Adopting a Supplemental Engineer’s Report and a Supplemental Assessment Report; Delegating Authority to Prepare Final Reports and Update this Resolution; Confirming the Maximum Assessment Lien Securing the Bonds; Addressing the Allocation and Collection of the Assessments Securing the Bonds; Addressing Prepayments; Addressing True-Up Payments; Providing for the Supplementation of the Improvement Lien Book; and Providing for Conflicts, Severability and an Effective Date, was adopted.

EIGHTH ORDER OF BUSINESS

Consideration of Forms of Issuer’s Counsel Documents

Mr. Earlywine recommended approval of the Issuer’s Counsel Documents, in substantial form.

- A. Collateral Assignment Agreement**
- B. Completion Agreement**
- C. Declaration of Consent**
- D. Notice of Special Assessments**
- E. True-Up Agreement**

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, the Collateral Assignment Agreement, Completion Agreement, Declaration of Consent, Notice of Special Assessments and True-Up Agreement, in substantial form, were approved.

NINTH ORDER OF BUSINESS

Consideration of Acquisition of Work Product and Improvements

Mr. Earlywine requested approval of the Acquisition of Work Product and Improvements for 39 acres, as set forth in the Engineer’s Report.

On MOTION by Mr. Cotter and seconded by Ms. Moulton, with all in favor, the Acquisition of Work Product and Improvements for 39 acres, as set forth in the Engineer's Report, were approved.

TENTH ORDER OF BUSINESS

Consideration of Temporary Construction Easement

Mr. Earlywine presented the Temporary Construction Easement and recommended approval in substantial form.

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, the Temporary Construction Easement, in substantial form, was approved.

ELEVENTH ORDER OF BUSINESS

Consideration of CDD/HOA Maintenance Agreement

Mr. Earlywine presented the CDD/HOA Maintenance Agreement and recommended approval in substantial form.

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, the CDD/HOA Maintenance Agreement, in substantial form, was approved.

TWELFTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of August 31, 2022

Ms. Suit presented the Unaudited Financial Statements as of August 31, 2022.

On MOTION by Mr. Cotter and seconded by Ms. Moulton, with all in favor, the Unaudited Financial Statements as of August 31, 2022, were accepted.

THIRTEENTH ORDER OF BUSINESS

Approval of August 5, 2022 Public Hearings and Regular Meeting Minutes

Ms. Suit presented the August 5, 2022 Public Hearings and Regular Meeting Minutes.

On MOTION by Mr. Cotter and seconded by Mr. Vincent, with all in favor, the August 5, 2022 Public Hearings and Regular Meeting Minutes, as presented, were approved.

FOURTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *KE Law Group, PLLC*

Mr. Earlywine reported the following:

- The property closing for Phase 2 occurred yesterday and Staff will file the petition for the Boundary Amendment. The process will take four months.
- The offering statement for the bond issue is expected to be prepared in two weeks.

B. District Engineer: *Atwell, LLC*

There was no report.

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

- **NEXT MEETING DATE: November 4, 2022 at 11:00 A.M.**
 - **QUORUM CHECK**

The November 4, 2022 meeting was cancelled. The dated of the next meeting will be determined.

FIFTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

SIXTEENTH ORDER OF BUSINESS


Public Comments

There were no public comments.

SEVENTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Cotter and seconded by Ms. Moulton, with all in favor, the meeting adjourned at 12:04 p.m.


Secretary/Assistant Secretary


Chair/Vice Chair