

**MINUTES OF MEETING
ORANGE BRANCH COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of the Orange Branch Community Development District was held on April 10, 2024, immediately following the Landowners' meeting at 11:00 a.m., at the St. Johns County Service Center, Julington Creek Branch Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259.

Present were:

Justin Dudley	Chair
Austen Roberts	Vice Chair
Taylor Larza	Assistant Secretary
Zach Decker	Assistant Secretary

Also present:

Craig Wrathell	District Manager
Ernesto Torres	Wrathell, Hunt and Associates, LLC (WHA)
Jennifer Kilinski	District Counsel
Chris Loy	Kilinski Van Wyk PLLC
George Katsaras	Interim District Engineer

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 11:21 a.m. and stated that the Landowners' Election was held just prior to this meeting. The Landowners' Election results were as follows:

Seat 1	Justin Dudley	920 votes	4-year Term
Seat 2	Austen Roberts	920 votes	4-year Term
Seat 3	Taylor Larza	919 votes	2-year Term
Seat 4	Zach Decker	919 votes	2-year Term
Seat 5	No nomination		

Mr. Justin Dudley, Mr. Austen Roberts, Mr. Taylor Larza and Mr. Zach Decker, who were also named in the Petition to Establish the District as Initial Board Supervisors, were present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

GENERAL DISTRICT ITEMS

**Administration of Oath of Office to Elected
Board of Supervisors (the following will be
provided in a separate package)**

Mr. Wrathell, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Dudley, Mr. Roberts, Mr. Larza and Mr. Decker.

A. Required Ethics Training and Disclosure Filing

Ms. Kilinski stated that Board Members seated after March 31, 2024, as with this Board, must complete the ethics training requirements by December 31, 2025. Completion of this requirement will be reported when filing Form 1 in 2026.

- **Sample Form 1 2023/Instructions**

Mr. Wrathell stated Board Members must file their initial Form 1 online within 30 days.

B. Membership, Obligations and Responsibilities

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

**D. Form 8B: Memorandum of Voting Conflict for County, Municipal and other Local
Public Officers**

Mr. Wrathell and Ms. Kilinski discussed the forms, records retention policy, public records requests, recommendation to separate CDD-related files from business and personal files, use of their assigned CDD email address, potential voting conflicts and contacting the District Manager or District Counsel with questions or when possible conflicts arise.

FOURTH ORDER OF BUSINESS

**Consideration of Resolution 2024-01,
Ratifying the Actions of the District
Manager and District Staff in Noticing the
Landowners' Meeting; Providing a
Severability Clause; and Providing an
Effective Date**

Mr. Wrathell presented Resolution 2024-01.

<p>On MOTION by Mr. Dudley and seconded by Mr. Decker, with all in favor, Resolution 2024-01, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners' Meeting; Providing a Severability Clause; and Providing an Effective Date, was adopted.</p>

FIFTH ORDER OF BUSINESS

**Consideration of Resolution 2024-02,
Canvassing and Certifying the Results of**

**the Landowners' Election of Supervisors
Held Pursuant to Section 190.006(2),
Florida Statutes, and Providing for an
Effective Date**

Mr. Wrathell presented Resolution 2024-02. The results of the Landowners' Election, as read during the First Order of Business, will be inserted into Sections 1 and 2.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-02, Canvassing and Certifying the Results of the Landowners' Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS

**Consideration of Resolution 2024-03,
Designating Certain Officers of the District,
and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2024-03. Mr. Dudley nominated the following slate:

Chair	Justin Dudley
Vice Chair	Austen Roberts
Secretary	Craig Wrathell
Assistant Secretary	Taylor Larza
Assistant Secretary	Zach Decker
Assistant Secretary	Vacant
Assistant Secretary	Ernesto Torres
Treasurer	Craig Wrathell
Assistant Treasurer	Jeff Pinder

No other nominations were made.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-03, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

ORGANIZATIONAL ITEMS**SEVENTH ORDER OF BUSINESS**

**Consideration of the Following
Organizational Items:**

- A. **Resolution 2024-04, Appointing and Fixing the Compensation of the District Manager; Appointing a Financial Disclosure Coordinator; Appointing an Assessment Methodology Consultant in Contemplation of the Issuance of Special Assessment Bonds; Appointing a Designated Investment Representative to Administer Investment Direction with Regard to District Funds; and Providing an Effective Date**

- **Agreement for District Management Services: Wrathell, Hunt and Associates, LLC**

Mr. Wrathell presented Resolution 2024-04 and the Fee Schedule and Management Agreement. The Management Fee is reduced to \$2,000 per month until bonds are issued.

The following change was made to the Agreement for Management Services:

Page 4, Section 11, Counsel to the DISTRICT: Change to "Kilinski | Van Wyk PLLC, 517 E. College Avenue, Tallahassee, Florida 32301"

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-04, Appointing and Fixing the Compensation of Wrathell, Hunt and Associates, LLC as the District Manager; Appointing a Financial Disclosure Coordinator; Appointing an Assessment Methodology Consultant in Contemplation of the Issuance of Special Assessment Bonds; Appointing a Designated Investment Representative to Administer Investment Direction with Regard to District Funds; and Providing an Effective Date, was adopted, and the Wrathell, Hunt and Associates, LLC Agreement for District Management Services, as amended, was approved.

- B. **Resolution 2024-05, Appointing Legal Counsel for the District, Authorizing Compensation; and Providing for an Effective Date**

- **Fee Agreement: Kilinski | Van Wyk PLLC**

Mr. Wrathell presented Resolution 2024-04 and the Kilinski | Van Wyk Fee Agreement.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-05, Appointing Kilinski | Van Wyk PLLC as Legal Counsel for the District, Authorizing Compensation; and Providing for an Effective Date, was adopted.

- C. **Resolution 2024-06, Designating a Registered Agent and Registered Office of the District and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2024-06.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-06, Designating Wrathell, Hunt and Associates, Inc., as Registered Agent, and 2300 Glades Road, Suite 401W, Boca Raton, Florida 33431 as the Registered Office of the District and Providing for an Effective Date, was adopted.

D. Resolution 2024-07, Appointing and Fixing the Compensation of the Interim District Engineer and Providing an Effective Date

- **Interim Engineering Services Agreement: England-Thims & Miller, Inc.**

Mr. Wrathell presented Resolution 2024-07 and the Interim Engineering Services Agreement.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-07, Appointing and Fixing the Compensation of the Interim District Engineer and Providing an Effective Date, was adopted, and the Interim Engineering Services Agreement and accompanying Exhibits, were approved.

E. Authorization of Request for Qualifications (RFQ) for Engineering Services

Mr. Wrathell presented the RFQ for Engineering Services and Competitive Selection Criteria.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, the Request for Qualifications for Engineering Services and Competitive Selection Criteria and authorizing Staff to advertise, were approved.

F. Board Member Compensation: 190.006 (8), F.S.

The Board Members declined compensation.

G. Resolution 2024-08, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-08.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-08, Designating Wrathell, Hunt and Associates, LLC, 2300

Glades Road, Suite 410W, Boca Raton, FL 33431 as the Primary Administrative Office and with the Principal Headquarters of the District to be located within St. Johns County, Florida, and Providing an Effective Date, was adopted.

H. Resolution 2024-09, Designating the Location of the Local District Records Office and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-09.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-09, Designating 124 Del Webb Parkway, Ponte Vedra, Florida 32081, as the Location of the Local District Records Office and Providing an Effective Date, was adopted.

I. Resolution 2024-10, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Date

- **Authorization to Obtain General Liability and Public Officers' Insurance**

Mr. Wrathell presented Resolution 2024-10.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-10, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Date, was adopted.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, authorizing Staff to obtain General Liability and Public Officers' Insurance, was approved.

J. Resolution 2024-11, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date

Mr. Wrathell presented Resolution 2024-11.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-11, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date, was adopted.

K. Memorandum: Public Records Retention

- I. Option 1: Resolution 2024-12, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and an Effective Date**
- II. Option 2: Resolution 2024-12, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and an Effective Date**

Mr. Wrathell presented the two Resolution 2024-12 options. Option 1 states that the CDD will not destroy any records now and Option 2 allows for timely destruction of records.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-12 Option 1, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and an Effective Date, was adopted.

L. Resolution 2024-13, Granting the Chair and Vice Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District's Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-13. This Resolution grants the Chair and Vice Chair and other officers, in the Chair's absence, the authority to work with the District Engineer, District Counsel and District Staff and to execute certain documents in between meetings, to avoid delays in construction.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-13, Granting the Chair and Vice Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District's Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date, was adopted.

M. Resolution 2024-14, Ratifying the Recording of the Notice of Establishment of Orange Branch Community Development District and Providing for an Effective Date

Mr. Wrathell presented Resolution 2024-14.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-14, Ratifying the Recording of the Notice of Establishment of Orange Branch Community Development District and Providing for an Effective Date, was adopted.

N. Authorization of Request for Proposals (RFP) for Annual Audit Services

Mr. Wrathell presented the RFP For Annual Audit Services.

- **Designation of Board of Supervisors as Audit Committee**

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, the Request for Proposals for Annual Audit Services, authorizing the District Manager to advertise the RFP and designating the Board of Supervisors as the Audit Committee, were approved.

Mr. Wrathell stated that annual financial reports are filed regardless of whether an annual audit is required; if the CDD meets the monetary thresholds that necessitate an audit in the fiscal year ending September 30, 2024, the audit will begin in the fall.

O. Strange Zone, Inc., Quotation #M24-1013 for District Website Design, Maintenance and Domain Web-Site Design Agreement

Mr. Wrathell presented Strange Zone, Inc. (SZI) Quotation #M24-1013.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Strange Zone, Inc., Quotation #M24-1013 for District Website Design, Maintenance and Domain Web-Site Design Agreement, in the amount of \$1,679.99, was approved.

P. ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit

Mr. Wrathell presented the ADA Site Compliance proposal.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, the ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit, in the annual amount of \$210, was approved.

Q. Rules of Procedure/Amenity Rules and Rates

I. Resolution 2024-15, to Designate the Date, Time and Place of a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date

II. Resolution 2024-16, to Designate the Date, Time and Place of a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Amenity Rules and Rates; and Providing an Effective Date

III. Rules of Procedure

Mr. Wrathell presented the draft form of Rules of Procedure.

IV. Disciplinary Rule

Ms. Kilinski discussed the draft Disciplinary Rules, including opportunities for the CDD to suspend amenity privileges and an annual user fee for nonresidents.

V. Notices [Rule Development and Rulemaking]

These items were included for informational purposes.

Mr. Wrathell presented Resolutions 2024-15 and 2024-16 and requested authorization for Staff to advertise accordingly for Items 7QIII, IV and V.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-15, to Designate the Date, Time and Place of June 17, 2024 at 11:00 a.m., at the St. Johns County Service Center, Julington Creek Branch Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259 for a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date; and Resolution 2024-16, to Designate the Date, Time and Place of June 17, 2024 at 11:00 a.m., at the St. Johns County Service Center, Julington Creek Branch

Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259 for a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Amenity Rules and Rates; and Providing an Effective Date were adopted, and authorizing Staff to advertise the Rules of Procedure, Disciplinary Rule and the Notices for Rule Development and Rulemaking accordingly, was approved.

R. Resolution 2024-17, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2023/2024 and Providing for an Effective Date

Mr. Wrathell presented Resolution 2024-17.

The following will be inserted into the Fiscal Year 2024 Meeting Schedule:

DATE: May 20, 2024; June 17, 2024, July 15, 2024, August 19, 2024 and September 16, 2024

TIME: 11:00 AM

LOCATION: St. Johns County Service Center, Julington Creek Branch Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-17, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2023/2024, as amended, and Providing for an Effective Date, was adopted.

S. Resolution 2024-18, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date

Mr. Wrathell presented Resolution 2024-18.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-18, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date, was adopted.

T. Stormwater Management Needs Analysis Reporting Requirements

Mr. Wrathell stated CDDs are required to prepare a Stormwater Management Needs Analysis Report every five years. As the due date for the initial Report has passed and there is no interim reporting requirement, a Report will be prepared when necessary.

- U. Resolution 2024-19, Authorizing the District Engineer, or Another Individual Designated by the Board of Supervisors, to Act as the District's Purchasing Agent for the Purpose Of Procuring, Accepting, and Maintaining Any and All Construction Materials Necessary for the Construction, Installation, Maintenance or Completion of the District's Infrastructure Improvements As Provided in the District's Adopted Improvement Plan; Providing for the Approval of a Work Authorization; Providing for Procedural Requirements for The Purchase Of Materials; Approving the Form of a Purchase Requisition Request; Approving the Form of a Purchase Order; Approving the Form of a Certificate of Entitlement; Authorizing the Purchase of Insurance; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-19.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-19, Authorizing the District Engineer, or Another Individual Designated by the Board of Supervisors, to Act as the District's Purchasing Agent for the Purpose Of Procuring, Accepting, and Maintaining Any and All Construction Materials Necessary for the Construction, Installation, Maintenance or Completion of the District's Infrastructure Improvements As Provided in the District's Adopted Improvement Plan; Providing for the Approval of a Work Authorization; Providing for Procedural Requirements for The Purchase Of Materials; Approving the Form of a Purchase Requisition Request; Approving the Form of a Purchase Order; Approving the Form of a Certificate of Entitlement; Authorizing the Purchase of Insurance; Providing a Severability Clause; and Providing an Effective Date, was adopted.

BANKING ITEMS

EIGHTH ORDER OF BUSINESS

Consideration of the Following Banking Items:

- A. Resolution 2024-20, Designating a Public Depository for Funds of the District; Authorizing Certain Officers of the District to Execute and Deliver Any and All Financial Reports Required by Rule, Statute, Law, Ordinance or Regulation; and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-20.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-20, Designating Truist Bank as Public Depository for Funds of

the District; Authorizing Certain Officers of the District to Execute and Deliver Any and All Financial Reports Required by Rule, Statute, Law, Ordinance or Regulation; and Providing an Effective Date, was adopted.

B. Resolution 2024-21, Directing the District Manager to Appoint Signors on the Local Bank Account; and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-21. He discussed funding procedures and stated that monies “Due to Developer” will be recorded in the financials. Funding requests will be sent to Mr. Dudley; a copy will be sent to Ms. Nicole Pare at Pulte.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-21, Directing the District Manager to Appoint Signors on the Local Bank Account; and Providing an Effective Date, was adopted.

C. Resolution 2024-22, Authorizing the District Manager or Treasurer to Execute the Public Depositors Report; Authorizing the Execution of Any Other Financial Reports as Required by Law; Providing for an Effective Date

Mr. Wrathell presented Resolution 2024-22.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-22, Authorizing the District Manager or Treasurer to Execute the Public Depositors Report; Authorizing the Execution of Any Other Financial Reports as Required by Law; Providing for an Effective Date, was adopted.

BUDGETARY ITEMS

NINTH ORDER OF BUSINESS

Consideration of the Following Budgetary Items:

A. Resolution 2024-23, Approving the Proposed Budget for Fiscal Years 2023/2024 and 2024/2025 and Setting a Public Hearing Thereon Pursuant to Florida Law and Providing for an Effective Date

Mr. Wrathell presented Resolution 2024-23 and the proposed budgets for Fiscal Years 2024 and 2025, which are both Landowner-funded, with expenses funded as they are incurred.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-23, Approving the Proposed Budgets for Fiscal Years 2023/2024 and 2024/2025 and Setting a Public Hearing Thereon Pursuant to Florida Law on June 17, 2024 at 11:00 a.m., at the St. Johns County Service Center, Julington Creek Branch Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259, and Providing for an Effective Date, was adopted.

B. Fiscal Year 2023/2024 and Fiscal Year 2024/2025 Budget Funding Agreement

This item was not addressed.

C. Resolution 2024-24, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes, and Providing an Effective Date

Mr. Wrathell presented Resolution 2024-24.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-24, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes, and Providing an Effective Date, was adopted.

D. Resolution 2024-25, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date

Mr. Wrathell presented Resolution 2024-25.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-25, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date, was adopted.

- E. **Resolution 2024-26, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date**

Mr. Wrathell presented Resolution 2024-26.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-26, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date, was adopted.

- F. **Resolution 2024-27, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2024-27.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-27, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, was adopted.

- G. **Resolution 2024-28, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date**

Mr. Wrathell presented Resolution 2024-28.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-28, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date, was adopted.

- H. **Consideration of E-Verify Memorandum**

This item was included for informational purposes.

BOND FINANCING ITEMS

TENTH ORDER OF BUSINESS

Consideration of the Following Bond Financing Related Items:

- A. **Bond Financing Team Funding Agreement**

Mr. Wrathell presented the Bond Financing Team Funding Agreement.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, the Bond Financing Team Funding Agreement, was approved.

B. Engagement of Bond Financing Professionals

I. Resolution 2024-29, Appointing an Investment Banker in Contemplation of the Issuance of Orange Branch Community Development District Special Assessment Revenue Bonds [FMSbonds, Inc.]

Mr. Wrathell presented Resolution 2024-29 and the FMSbonds Agreement for Underwriter Services & G-17 Disclosure.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-29, Appointing FMSbonds, Inc., as Investment Banker in Contemplation of the Issuance of Orange Branch Community Development District Special Assessment Revenue Bonds, was adopted.

II. Resolution 2024-30, Appointing Bond Counsel in Contemplation of the Issuance of Orange Branch Community Development District Bonds [Greenberg Traurig, P.A.]

Mr. Wrathell presented Resolution 2024-30 and the Greenberg Traurig, P.A., Engagement Letter to serve as Bond Counsel.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-30, Appointing Greenberg Traurig, P.A., as Bond Counsel in Contemplation of the Issuance of Orange Branch Community Development District Bonds, was adopted.

III. Resolution 2024-31, Appointing Trustee, Paying Agent and Registrar in Contemplation of the Issuance of Orange Branch Community Development District Bonds [U.S. Bank, N.A.]

Mr. Wrathell presented Resolution 2024-31 and the U.S. Bank, N.A., Engagement Letter to serve as Trustee, Paying Agent and Registrar.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-31, Appointing U.S. Bank, N.A., as Trustee, Paying Agent and Registrar in Contemplation of the Issuance of Orange Branch Community Development District Bonds, was adopted.

- C. Resolution 2024-32, Designating a Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing as Authorized by Section 190.021, Florida Statutes; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2024-32. This Resolution enables placement of the assessments on the tax bill utilizing the services of the Property Appraiser and Tax Collector.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-32, Designating a Date, Time, and Location of June 17, 2024 at 11:00 a.m., at the St. Johns County Service Center, Julington Creek Branch Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259 for a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing as Authorized by Section 190.021, Florida Statutes; and Providing an Effective Date, was adopted.

- D. Presentation of Master Engineer's Report**

Mr. Katsaras presented the Engineer's Report dated April 10, 2024 and noted the following:

- The CDD will include 1,315 units.
- The Capital Improvement Plan (CIP) will include the roadway improvements; stormwater management system; water, wastewater and reclaim utilities; hardscape, landscape and irrigation; streetlights/underground electrical system; recreational amenities; environmental conservation/mitigation; off-site improvements and professional services.
- The total estimated CIP cost, including contingency and professional fees, is \$127,535,000.

- E. Presentation of Special Assessment Methodology Report**

Mr. Wrathell presented the Master Special Assessment Methodology Report dated April 10, 2024. He reviewed the pertinent information and discussed the Development Program, CIP, Financing Program, Assessment Methodology, lienability tests, special and peculiar benefits to the units, True-up Mechanism and the Appendix Tables. He noted the following:

- The CDD is approximately 963.43 acres.
- The Developer is Pulte Home Company, LLC, or an affiliated entity.
- 1,315 residential dwelling units are anticipated.
- The proposed financing plan provides for issuance of bonds in the approximate principal amount of \$174,840,000 to finance approximately \$127,535,000 in CIP costs.
- No bond assessments are allocated to any private amenities or other common areas.

F. Resolution 2024-33, Declaring Special Assessments; Designating the Nature and Location of the Proposed Improvements; Declaring the Total Estimated Cost of the Improvements, the Portion to be Paid By Assessments, and the Manner and Timing in Which the Assessments are to Be Paid; Designating the Lands Upon Which the Assessments Shall Be Levied; Providing for an Assessment Plat and a Preliminary Assessment Roll; Addressing the Setting of Public Hearings; Providing for Publication of this Resolution; and Addressing Conflicts, Severability and an Effective Date

Mr. Wrathell presented Resolution 2024-33 and read the title.

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-33, Declaring Special Assessments; Designating the Nature and Location of the Proposed Improvements; Declaring the Total Estimated Cost of the Improvements, the Portion to be Paid By Assessments, and the Manner and Timing in Which the Assessments are to Be Paid; Designating the Lands Upon Which the Assessments Shall Be Levied; Providing for an Assessment Plat and a Preliminary Assessment Roll; Addressing the Setting of Public Hearings on June 17, 2024 at 11:00 a.m., at the St. Johns County Service Center, Julington Creek Branch Multipurpose Room, 725 Flora Branch Blvd., St. Johns, Florida 32259; Providing for Publication of this Resolution; and Addressing Conflicts, Severability and an Effective Date, was adopted.

G. Resolution 2024-34, Authorizing the Issuance of Not to Exceed \$174,840,000 Aggregate Principal Amount of Orange Branch Community Development District Special Assessment Bonds, in One or More Series, to Pay All or a Portion of the Design, Acquisition, Construction Costs of Certain Public Infrastructure Improvements,

Including, But Not Limited to, Stormwater Management and Control Facilities, Including, But Not Limited to, Related Earthwork; Public Roadway Improvements and Any Applicable Impact Fees; Landscaping, Hardscaping and Irrigation in Public Rights-of-Way; Water and Wastewater Facilities and Any Applicable Connection Fees; Undergrounding Differential Cost of Electric Utilities; Public Recreational Facilities, Onsite Tree and Wetland Mitigation; Public Recreational Amenities; and All Related Soft and Incidental Costs (Collectively, the "Project"), Pursuant to Chapter 190, Florida Statutes, as Amended; Appointing U.S. Bank Trust Company National Association to Serve as Trustee; Approving the Execution and Delivery of a Master Trust Indenture and a Supplemental Trust Indenture in Substantially the Forms Attached Hereto; Providing That Such Bonds Shall Not Constitute a Debt, Liability or Obligation of Orange Branch Community Development District (Except as Otherwise Provided Herein), St. Johns County, Florida, or of the State of Florida or of Any Other Political Subdivision Thereof, But Shall Be Payable Solely From Special Assessments Assessed and Levied on the Property Within the District Benefited by the Project and Subject to Assessment; Providing for the Judicial Validation of Such Bonds; and Providing for Other Related Matters

Mr. Wrathell presented Resolution 2024-34, which accomplishes the following:

- Authorizes issuance of a not to exceed \$174,840,000 aggregate principal amount of bonds.
- Appoints U.S. Bank Trust Company, National Association as the Trustee, Registrar and Paying Agent.
- Authorizes and approves execution and delivery of the Master Trust Indenture and Supplemental Trust Indenture.
- Authorizes and directs District Counsel and Bond Counsel to file for validation.

<p>On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, Resolution 2024-34, Authorizing the Issuance of Not to Exceed \$174,840,000 Aggregate Principal Amount of Orange Branch Community Development District Special Assessment Bonds, in One or More Series, to Pay All or a Portion of the Design, Acquisition, Construction Costs of Certain Public Infrastructure Improvements, Including, But Not Limited to, Stormwater Management and Control Facilities, Including, But Not Limited to, Related Earthwork; Public Roadway Improvements and Any Applicable Impact Fees;</p>
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Landscaping, Hardscaping and Irrigation in Public Rights-of-Way; Water and Wastewater Facilities and Any Applicable Connection Fees; Undergrounding Differential Cost of Electric Utilities; Public Recreational Facilities, Onsite Tree and Wetland Mitigation; Public Recreational Amenities; and All Related Soft and Incidental Costs (Collectively, the "Project"), Pursuant to Chapter 190, Florida Statutes, as Amended; Appointing U.S. Bank Trust Company National Association to Serve as Trustee; Approving the Execution and Delivery of a Master Trust Indenture and a Supplemental Trust Indenture in Substantially the Forms Attached Hereto; Providing That Such Bonds Shall Not Constitute a Debt, Liability or Obligation of Orange Branch Community Development District (Except as Otherwise Provided Herein), St. Johns County, Florida, or of the State of Florida or of Any Other Political Subdivision Thereof, But Shall Be Payable Solely From Special Assessments Assessed and Levied on the Property Within the District Benefited by the Project and Subject to Assessment; Providing for the Judicial Validation of Such Bonds; and Providing for Other Related Matters, was adopted.

ELEVENTH ORDER OF BUSINESS**Staff Reports****A. District Counsel: Kilinski | Van Wyk PLLC**

There was no report.

B. District Engineer (Interim): England-Thims & Miller, Inc.

Mr. Katsaras stated that utilities currently under construction will need to be conveyed through the CDD to the JEA. Ms. Kilinski stated that, if necessary, the Chair can sign to dedicate the utilities to the JEA in between meetings.

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

There was no report.

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

There were no Board Members' comments or requests.

THIRTEENTH ORDER OF BUSINESS**Public Comments**

No members of the public spoke.

FOURTEENTH ORDER OF BUSINESS**Adjournment**

On MOTION by Mr. Dudley and seconded by Mr. Roberts, with all in favor, the meeting adjourned at 1:10 p.m.



Secretary/Assistant Secretary



Chair/Vice Chair