

**MINUTES OF MEETING
FISH LAKE COVE COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Fish Lake Cove Community Development District held a Regular Meeting on February 3, 2025 at 4:15 p.m., at the Hart Memorial Library, 211 East Dakin Avenue, First Floor, Room 120-HMC, Kissimmee, Florida 34741.

Present:

John Good	Chair
Allan Keen	Vice Chair
Tom Franklin, Sr.	Assistant Secretary
Carson Good	Assistant Secretary

Also present:

Daniel Rom	District Manager
Kristen Thomas	Wrathell, Hunt and Associates, LLC (WHA)
Jennifer Kilinski (via telephone)	District Counsel
Savannah Hancock	Kilinski Van Wyk PLLC
Steve Boyd (via telephone)	District Engineer
James Curley (via telephone)	Boyd Civil Engineering, Inc.
Xabier Guerricagoitia (via telephone)	Boyd Civil Engineering, Inc.
Addison Engeman (via telephone)	Boyd Civil Engineering, Inc.
Ashton Bligh (via telephone)	Bond Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Rom called the meeting to order at 4:17 p.m. He stated that this is the first meeting since the November 2024 Landowners' Election and, due to resignations, only two Supervisors-Elect were present to begin establishing quorum.

Mr. Rom, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Carson Good and Mr. John Good, who were elected at the Landowners' meeting.

Supervisors John Good and Carson Good were present. Supervisors-Elect Kenneth Baker, David Bret Baker and Paul Linder were not present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Newly Elected Supervisors (Paul Linder – Seat 3, Carson Good - Seat 4, John Good - Seat 5) (the following to be provided under a separate cover)

The Oath of Office was administered during the First Order of Business. The Oath of Office will be administered to Supervisor-Elect Paul Linder at or before the next meeting.

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Sample Form 1: Statement of Financial Interests/Instructions**
- D. Form 8B: Memorandum of Voting Conflict**

FOURTH ORDER OF BUSINESS

Acceptance of Resignations from Supervisors

Mr. Rom presented the following resignations, who were elected at the November 2024 Landowners’ Election but both declined to accept the Seats to which they were elected:

- **Kenneth Baker [Seat 1]**
- **D. Bret Baker [Seat 2]**

On MOTION by Mr. John Good and seconded by Mr. Carson Good, the resignations of Mr. Kenneth Baker from Seat 1 and Mr. D. Bret Baker from Seat 2, were accepted.

FIFTH ORDER OF BUSINESS

Consider Appointments to Fill Unexpired Terms of Seats 1 and 2; Terms Expire November 2028

Mr. Carson Good nominated Mr. Allen Keen to fill Seat 1 and Mr. Tom Franklin, Sr. to fill Seat 2. No other nominations were made.

On MOTION by Carson Good and second by Mr. John Good, the appointments of Mr. Allen Keen to fill Seat 1 and Mr. Tom Franklin, Sr. to fill Seat 2, were approved.

- **Administration of Oath of Office to Newly Appointed Supervisors**

Mr. Rom, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Allen Keen and Mr. Tom Franklin, Sr.

The Board and Staff discussed completion of Form 1 and Form 1X and the Ethics training requirements.

Mr. Rom noted that all Supervisors are experienced Board Members and are familiar with Items 3A through 3D.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2025-08, Electing and Removing Officers of the District and Providing for an Effective Date

Mr. Rom presented Resolution 2025-08. Mr. Carson Good nominated the following:

- | | |
|-------------------|---------------------|
| John Good | Chair |
| Allan Keen | Vice Chair |
| Carson Good | Assistant Secretary |
| Tom Franklin, Sr. | Assistant Secretary |

No other nominations were made.

This Resolution removes the following from the Board:

- | | |
|----------------|---------------------|
| D. Brett Baker | Assistant Secretary |
|----------------|---------------------|

The following prior appointments by the Board remain unaffected by this Resolution:

- | | |
|----------------|---------------------|
| Craig Wrathell | Secretary |
| Daniel Rom | Assistant Secretary |
| Kristen Thomas | Assistant Secretary |
| Craig Wrathell | Treasurer |
| Jeff Pinder | Assistant Secretary |

On MOTION by Mr. Carson Good and seconded by Mr. John Good, with all in favor, Resolution 2025-08, Electing, as nominated, and Removing Officers of the District and Providing for an Effective Date, was adopted.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2025-09, 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. Rom presented Resolution 2025-09. The results of the Landowners’ Election will be inserted into Sections 1 and 2. The Landowners’ Election results were as follows:

Seat 1	Kenneth Baker	42 votes	4-Year Term
Seat 2	David Bret Baker	42 votes	4-Year Term
Seat 3	Paul Linder	20 votes	2-Year Term
Seat 4	Carson Good	20 votes	2-Year Term
Seat 5	John Good	20 votes	2-Year Term

On MOTION by Mr. Carson Good and seconded by Mr. John Good, with all in favor, Resolution 2025-09, 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.

EIGHTH ORDER OF BUSINESS

Presentation of Engineer’s Report

Mr. Curley presented the Engineer’s Report dated August 15, 2024, and noted that it is unchanged since it was last presented.

NINTH ORDER OF BUSINESS

Consideration of Supplemental Special Assessment Methodology Report

Mr. Rom presented the Preliminary First Supplemental Special Assessment Methodology Report dated February 3, 2025 and noted that it was presented in detail at the last meeting. He reviewed the pertinent information and discussed the Development Program, Capital Improvement Plan (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 development is anticipated to be conducted by Good-Keewin Development, LLC, or an affiliated entity.
- The current development plan anticipates 315 townhome units in one or more phases.
- The total CIP costs are estimated at \$13,937,509.

➤ The total par amount of bonds, including the costs of financing, capitalized interest and debt service reserve, is \$7,560,000 to finance a portion of the Series 2025 Project costs in the estimated total amount of \$6,384,385.24, with the balance of the CIP costs anticipated to be contributed by the Developer or funded by future bonds.

Mr. Carson Good left the meeting at 4:32 p.m. and returned at 4:34 p.m.

Discussion ensued regarding the not-to-exceed parameters for bonds issuance and the maximum annual Series 2025 per unit debt service assessment of \$1,824.94.

Discussion ensued regarding the \$1,000 per unit target assessment levels. The Report will be approved in substantial form to allow for future adjustments.

On MOTION by Mr. Franklin and seconded by Mr. Keen, with all in favor, the Preliminary First Supplemental Special Assessment Methodology Report dated February 3, 2025, as amended and in substantial form, was approved.

TENTH ORDER OF BUSINESS

Consideration of Resolution 2025-10, Authorizing the Issuance of Its Fish Lake Cove Community Development District Special Assessment Bonds, Series 2025 (Series 2025 Project) (the "Series 2025 Bonds"); Determining Certain Details of the Series 2025 Bonds and Establishing Certain Parameters for the Sale Thereof; Approving the Form of and Authorizing the Execution and Delivery of a First Supplemental Trust Indenture Regarding the Series 2025 Bonds; Authorizing the Negotiated Sale of the Series 2025 Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract With Respect to the Series 2025 Bonds and Awarding the Series 2025 Bonds to the Underwriter Named Therein; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum Relating to the Series 2025 Bonds and its Use by the Underwriter in Connection with the Offering for Sale of the Series 2025 Bonds; Approving the Execution and Delivery of a Final Limited Offering Memorandum Relating to the Series 2025 Bonds;

Approving the Form of and Authorizing the Execution and Delivery of a Continuing Disclosure Agreement; Providing for the Application of Series 2025 Bond Proceeds; Authorizing the Proper Officials to Do All Things Deemed Necessary In Connection with the Issuance, Sale and Delivery of the Series 2025 Bonds; Making Certain Declarations; Providing for Severability and an Effective Date and for Other Purposes

Ms. Bligh presented Resolution 2025-10, which accomplishes the following:

- Authorizes the issuance of one series of bonds.
- Approves, in substantial form, certain documents needed to market, price and sell the bonds, including the Supplemental Indenture, Preliminary Limited Offering Memorandum, Bond Purchase Contract, and the Continuing Disclosure Agreement.
- Sets forth the parameters within which the Chair can enter into the Bond Purchase Contract, as follows:

Maximum Aggregate Principal Amount:	Not to Exceed \$14,000,000
Maximum Coupon Rate:	Maximum Statutory Rate
Underwriting Discount:	Not less than 98.0% of the aggregate face amount of the Series 2025 Bonds, exclusive of original issue discount
Not to Exceed Maturity Date:	Maximum Allowed by Law

On MOTION by Mr. Carson Good and seconded by Mr. Franklin, with all in favor, Resolution 2025-10, Authorizing the Issuance of Its Fish Lake Cove Community Development District Special Assessment Bonds, Series 2025 (Series 2025 Project) (the "Series 2025 Bonds"); Determining Certain Details of the Series 2025 Bonds and Establishing Certain Parameters for the Sale Thereof; Approving the Form of and Authorizing the Execution and Delivery of a First Supplemental Trust Indenture Regarding the Series 2025 Bonds; Authorizing the Negotiated Sale of the Series 2025 Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract With Respect to the Series 2025 Bonds and Awarding the Series 2025 Bonds to the Underwriter Named Therein; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum Relating to the Series 2025 Bonds and its Use by the Underwriter in Connection with the Offering for Sale of the Series 2025 Bonds; Approving the Execution and Delivery of a Final Limited Offering Memorandum Relating to the Series 2025

Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Continuing Disclosure Agreement; Providing for the Application of Series 2025 Bond Proceeds; Authorizing the Proper Officials to Do All Things Deemed Necessary In Connection with the Issuance, Sale and Delivery of the Series 2025 Bonds; Making Certain Declarations; Providing for Severability and an Effective Date and for Other Purposes, was adopted.

ELEVENTH ORDER OF BUSINESS

Consideration of Resolution 2025-11, Setting Forth the Specific Terms of the District’s Special Assessment Bonds, Series 2025 (the “Series 2025 Bonds”); Making Certain Additional Findings and Confirming and/or Adopting an 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 Series 2025 Bonds; Addressing the Allocation and Collection of the Series 2025 Special Assessments Securing the Series 2025 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. Hancock presented Resolution 2025-11.

On MOTION by Mr. John Good and seconded by Mr. Franklin, with all in favor, Resolution 2025-11, Setting Forth the Specific Terms of the District’s Special Assessment Bonds, Series 2025 (the “Series 2025 Bonds”); Making Certain Additional Findings and Confirming and/or Adopting an 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 Series 2025 Bonds; Addressing the Allocation and Collection of the Series 2025 Special Assessments Securing the Series 2025 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.

TWELFTH ORDER OF BUSINESS

Consideration of Forms of Ancillary Financing Documents

- A. Acquisition Agreement
- B. Collateral Assignment
- C. Completion Agreement
- D. Declaration of Consent
- E. Mortgage Special Assessment Acknowledgment
- F. Notice of Special Assessments
- G. True Up Agreement

On MOTION by Mr. John Good and seconded by Mr. Franklin, with all in favor, the Acquisition Agreement, Collateral Assignment, Completion Agreement, Declaration of Consent, Mortgage Special Assessment Acknowledgment, Notice of Special Assessments and the True Up Agreement, all in substantial form, were approved.

Mr. Rom requested a motion to approve the Engineer’s Report discussed during the Eighth Order of Business.

On MOTION by Mr. Keen and seconded by Mr. John Good, with all in favor, the Engineer’s Report dated August 15, 2024, was approved.

THIRTEENTH ORDER OF BUSINESS

Consideration of Osceola County Interlocal Agreement Regarding the Exercise of Powers and Cooperation on Providing Additional Disclosure and Notices and the Provision of Enhanced Improvements and Infrastructure

Mr. Rom presented the Osceola County Interlocal Agreement.

On MOTION by Mr. Carson Good and seconded by Mr. Keen, with all in favor, the Osceola County Interlocal Agreement Regarding the Exercise of Powers and Cooperation on Providing Additional Disclosure and Notices and the Provision of Enhanced Improvements and Infrastructure, was approved.

FOURTEENTH ORDER OF BUSINESS

Approval of Requisition for Work Product Acquisition and Authorization for Requisition for Bond Proceed Value

Ms. Hancock presented the Requisition for Work Product Acquisition and Authorization for Requisition for Bond Proceed Value. The finalized Agreement and package will be presented this week; reimbursement will occur after bond issuance.

On MOTION by Mr. Keen and seconded by Mr. Franklin, with all in favor, the Requisition for Work Product Acquisition and Authorization for Requisition for Bond Proceed Value, in an amount not to exceed the Series 2025 bond issuance amount, was approved.

FIFTEENTH ORDER OF BUSINESS

Consideration of Construction Funding Agreement [Construction of Master Improvements]

Ms. Hancock presented the Construction Funding Agreement for Construction of Master Improvements.

On MOTION by Mr. Franklin and seconded by Mr. Keen, with all in favor, the Construction Funding Agreement for Construction of Master Improvements, was approved.

SIXTEENTH ORDER OF BUSINESS

Consideration of Developer’s Affidavit and Agreement Regarding Assignment of Contractor Agreement

Ms. Hancock presented the Developer’s Affidavit and Agreement Regarding Assignment of Contractor Agreement.

On MOTION by Mr. Keen and seconded by Mr. John Good, with all in favor, the Developer’s Affidavit and Agreement Regarding Assignment of Contractor Agreement.

SEVENTEENTH ORDER OF BUSINESS

Consideration of Resolution 2025-06, Designating the Location of the Local District Records Office and Providing an Effective Date

This item was deferred.

EIGHTEENTH ORDER OF BUSINESS

Consideration of Resolution 2025-07, 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. Rom presented Resolution 2025-07.

On MOTION by Mr. John Good and seconded by Mr. Keen, with all in favor, Resolution 2025-07, 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.

NINETEENTH ORDER OF BUSINESS

Ratification Items

- A. Osceola County Property Appraiser Uniform Method of Collection Agreement**
- B. Osceola County Data Sharing and Usage Agreement**

On MOTION by Mr. Carson Good and seconded by Mr. Keen, with all in favor, the Osceola County Property Appraiser Uniform Method of Collection Agreement and the Osceola County Data Sharing and Usage Agreement, were ratified.

TWENTIETH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of December 31, 2024

On MOTION by Mr. Carson Good and seconded by Mr. Keen, with all in favor, the Unaudited Financial Statements as of December 31, 2024, were accepted.

TWENTY-FIRST ORDER OF BUSINESS

Approval of Meeting Minutes

- A. October 24, 2024 Public Hearings and Regular Meeting**

B. November 5, 2024 Landowners' Meeting

On MOTION by Mr. Keen and seconded by Mr. John Good, with all in favor, the October 24, 2024 Public Hearings and Regular Meeting Minutes and the November 5, 2024 Landowners' Meeting Minutes, as presented, were approved.

TWENTY-SECOND ORDER OF BUSINESS

Staff Reports

A. District Counsel: Kilinski | Van Wyk PLLC

Ms. Hancock reminded the Board Members of the requirement to complete four hours of ethics training annually; she will forward the Memorandum which includes information about free course options.

B. District Engineer (Interim): Boyd Civil Engineering, Inc.

There was no report.

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

- **UPCOMING MEETINGS**
 - **February 20, 2025 at 2:00 PM**
 - **March 20, 2025 at 2:00 PM**

Mr. Rom stated that the February 20, 2025 meeting will likely be cancelled.

TWENTY-THIRD ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

TWENTY-FOURTH ORDER OF BUSINESS

Public Comments

No members of the public spoke.

TWENTY-FIFTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. John Good and seconded by Mr. Carson Good, with all in favor, the meeting adjourned at 5:02 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair