

**MINUTES OF MEETING
MIDDLE VILLAGE COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Middle Village Community Development District was held on Monday, January 9, 2023 at 2:00 p.m. at the Plantation Oaks Amenity Center, 845 Oakleaf Plantation Parkway, Orange Park, Florida 32065.

Present and constituting a quorum were:

Michael Steiner	Chairman
Jonel Hicks	Supervisor (by phone)
Julie Arnau	Supervisor
Sherrie Mifsud	Supervisor

Also present were:

Marilee Giles	District Manager
Mike Eckert	District Counsel
Jay Soriano	Field Operations Manager
Chalon Suchsland	VerdeGo

FIRST ORDER OF BUSINESS

Call to Order

Ms. Giles called the meeting to order and called the roll at approximately 2:00 p.m.

SECOND ORDER OF BUSINESS

Audience Comments

There being no audience members present, the next item followed.

THIRD ORDER OF BUSINESS

Approval of Consent Agenda

- A. Approval of the Minutes of the December 12, 2022 Meeting**
- B. Financial Statements**
- C. Assessment Receipt Schedule**
- D. Check Register**

Ms. Giles stated included in your package are the minutes of the last meeting.

On MOTION by Chairman Steiner seconded by Mr. Hicks with all in favor the minutes were approved as presented.

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Ms. Giles stated behind the minutes are the financial statements, the assessment receipts schedule showing the assessments are 91% collected, and the check register totaling \$250,761.12. The check register is a little higher because it includes the \$57,000 for the roof.

On MOTION by Chairman Steiner seconded by Ms. Mifsud with all in favor the check register was approved.

FOURTH ORDER OF BUSINESS**Other Business**

Chairman Steiner stated there are two items I want to bring up for the Board to consider, one of them having to do with meeting cancellations. Our sister CDD has canceled their meeting for this evening. I was asked about canceling this one because it appeared that there was a light agenda, but the only problem I have with that is under the Sunshine Law, we're not allowed to discuss CDD matters amongst ourselves, and you may have an item that needs to be presented. We have a 60-day window where we aren't able to address any issues other than addressing them with staff. If there's a hot item that needs maintenance, you can get in touch with Jay or Marilee, and if you have a legal issue you can get in touch with Mike, but it doesn't give us a public forum to discuss those issues. I am not in favor of canceling meetings even if there is a light agenda, but if we do, there is a cost savings for not holding a meeting; the supervisor pay, and the travel fees for staff. If we were to decide that it would be okay to cancel a meeting with a light agenda, I've asked Marilee to help come up with a procedure that while the meeting is being decided to be canceled, all the members are notified that it is going to be canceled, and if any member of the Board has an issue they wish to bring forward, they get with Marilee, that way we can keep the meeting on and address the issue.

Mr. Eckert stated right now your rule is the Chair has the authority to convene a meeting, which means he also has the authority not to convene a meeting. You can have a policy that says if it's a light agenda after we have our agenda call with the Chair and there is not enough that we see a reason to hold a meeting, you can reach out to the other board members and the policy has to be if any one board member wants to have a meeting, you have to have a meeting. What you can't do is count votes as to whether you're going to have a meeting or not, because then you're voting outside of a meeting.

Chairman Steiner stated that would be staff reaching out, not the Chair?

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Mr. Eckert responded that is correct. Marilee's sole function would be to reach out and say, we don't have enough on the agenda for us to hold a meeting. If there is a matter you want the Board to address at this month's meeting, we will hold the meeting and have our regular agenda, plus whatever items you want to add.

Chairman Steiner stated I'd like to make a motion that we consider cancelling as long as there are no other items to be discussed that the Chair might not be aware of.

Mr. Hicks asked are you guys speaking of canceling this meeting?

Mr. Eckert responded no, future meetings.

Chairman Steiner stated we had the option to cancel today, but I chose not to do that until we had a chance to talk. I'm not in favor of canceling meetings, but if there are no issues and no other board members have anything to discuss, then it would make sense.

Mr. Hicks stated the only thing I would have to say is I wouldn't want to cancel the meetings just for experience purposes and to be able to talk, but if nobody else has any issues with it, I can go along with it as well.

Ms. Giles stated Courtney or I would send an email to the supervisors saying upon completion of our staff call with the Chair, it's a light agenda and we're considering canceling, do any of the supervisors have anything to add. If one supervisor does have something to add we would still hold that meeting, so you would get an opportunity to provide your opinion.

Ms. Arnau asked how far in advance do you have your call?

Chairman Steiner responded one to two weeks before. The other issue is I don't know if we cancel the meeting if we can do that fast enough to avoid the public posting for the meeting.

Mr. Eckert stated we would need to have our agenda calls 14 days in advance or something like that to avoid that publication.

Ms. Giles stated you don't normally have agendas this light.

Mr. Eckert stated I would say this is a once or twice a year type of thing.

Chairman Steiner stated I'm not sure I can remember one that was canceled.

Mr. Soriano stated six years ago I think is the last time we canceled one. It's usually around the holidays and there's nothing we need to vote on. It's rare that this does happen.

Chairman Steiner stated we're addressing a rare condition, not something that would happen on a regular basis.

Ms. Mifsud stated if it is a light agenda, then that is a one off.

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On MOTION by Chairman Steiner seconded by Ms. Mifsud with all in favor, adopting a policy for meeting cancellations in which the District Manager will reach out to all Supervisors notifying them of the cancellation and providing an opportunity for holding the meeting should there be an agenda item requested, was approved.

Chairman Steiner stated I have one more item. I had my first chance to look at the handbook that Mike provided to the new supervisors. It was not available at the time I was seated, so mine came from digging stuff up on my own and asking questions. We were discussing trying to clean up our responsibilities from the handshake agreements that were being done, such as grass being cut, property being cleaned or whatever else that really doesn't fall in our environment. I was under the understanding that initially the CDD held all the deeds for the retention ponds and all of that. In reality, there was an organization formed in 2003 called Oakleaf Plantation West. It was created by a company called AFI. AFI basically transferred property to the developers. They also hold right of way and define design information. I asked Mike Eckert if he was aware of this organization, because we've had several times during my tenure where we've had people come in here that want to make an adjustment to something on the parkway or add signage or something to that effect and they were thinking this was the forum for making those changes, when in reality, we don't have any authority to my knowledge. If Hamilton Glen wants to change their entrance sign, we maintain it, but we don't approve any design change to it.

Mr. Soriano stated that is in a median, so they don't have any right to it and the HOA wouldn't have any right to it either. It would be on the County.

Chairman Steiner stated this document says they do and that's why I wanted to have Mike look at it. They transferred Hamilton Glen to the CDD for maintenance.

Mr. Soriano stated right. Originally it was planned to be part of the District.

Chairman Steiner stated as are the retention ponds. They have in these documents that the CDD doesn't do maintenance properly. They will and charge us to go do it. This was created in 2003. To my knowledge it was after that period of time that Middle Village CDD was created, and if you look at the transfers of property and there are 67 of them, the majority of them are from AFI to Middle Village; retention ponds, the promenade, etc. But, in this verbiage they say

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that at any time they can change what was common back to their environment. This may no longer be valid. There may be some retention ponds we're maintaining that haven't been transferred. There may be some we're not maintaining that have been transferred, but having Mike look at this might be beneficial for the community. I've been here since 2006. This information came out of two binders from when I bought my place that they handed to me and said these are your controlling documents. What I'm asking for is Board approval for me to request that Mike Eckert review this to see how it plays in with Middle Village. It's quite possible it might even play into Double Branch, because all of this was under the same environment. That's my motion.

Mr. Soriano stated AFI is Hudson Companies. That was the original developer out here.

Chairman Steiner stated right and there is also one called Intercoastal that is also involved.

Mr. Soriano stated I don't know how much they have out here. AFI really had everything. There are a few spots that are still owned by AFI. There is a little section next to a pond near Briar Road because they never changed the deed out. I always argued that's why we stay off of it. It's not our property. If they want us to take care of it, they should put it under the District's name.

Chairman Steiner stated that's what I'm trying to get to here is to clean up. There were probably some concessions made as developers were out here, especially during the bubble time where we had folks walking off to stay solid and I think this piece of the puzzle needs to be explored.

Ms. Arnau stated I agree.

On MOTION by Chairman Steiner seconded by Mr. Hicks with all in favor directing District Counsel to review documents related to Oakleaf Plantation West was approved.

Ms. Giles asked do you need anything else, Mike?

Mr. Eckert responded no. I'm familiar with doing this kind of review. We have a lot of association documents that are created either before the CDD is contemplated, or not well drafted so we will take a look at it and figure out what are our rights and responsibilities as the CDD and report back to the Board.

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Chairman Steiner stated and then use that information to further pursue our endeavors to identify what is ours and what is not.

Mr. Eckert stated that is correct. That is one of the things on our long-term list. We call it real estate due diligence. Making sure we have all of the property and easements that we need. I think Jason before me did a lot of that, but with this new information we will take a look at it. Those particular documents I'm not familiar with, however in other places I've done these types of review before. One thing to keep in mind is unless a CDD agreed or signed an actual HOA covenant, I tell my clients to ignore them, so I need to look at them and see. It may spot issues like you said such as a pond or a drainage easement that we need that we don't have already.

Chairman Steiner stated there were several quit claim deeds filed to companies like Lennar and it was by Middle Village. I assume that is to return property to the developer.

Mr. Eckert stated probably what happened is in your acquisition agreement when you issue bonds it says there may be property adjustments from time to time between the parties like something gets dedicated and then they say wait, we need that land to be able to build the back 10-feet of these lots. So that's usually where you see those is in minor property boundary adjustments.

Chairman Steiner stated I gather the transfers started around 2004 and the last one was somewhere around 2012.

Mr. Eckert stated we will take a look at it.

FIFTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

Mr. Eckert stated I just want to update the Board on some of the things we have been working on. We've got the suspension and termination of amenities access rule. The public hearing is going to be held March 13th. We are following up on the 2004A and 2008A project completion. Basically, when you finish a series of bonds, you have to declare the project complete. In looking back, we did not find where the 2004A and 2008A projects were declared complete. What that means for you all is you're going to have a resolution that comes before you with an engineer's certificate saying the project is complete. You would then approve that resolution and we would check that box that is required by the trust indenture.

We're also working on the Trinity Baptist Church assessment history. We've got some information, but I don't have enough to be able to report to the Board on that. For the new board

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members, we were just asked to look at the assessment history and make sure that everything was done the way it should have been done given the amount of the assessments that the Chairman relayed to us on that property, which I think is around \$44,000 to \$49,000 per year over the last couple of years.

We've talked to Jay and Marilee and we're working through the lighting and landscaping issues on the quadrant and trying to figure out who is the right person to have the agreement with and try to talk to the County about having some sort of an enhanced right of way maintenance agreement, so we have something on the books. The District currently takes care of that area, but it would be good if there is something between the District and the County. The County doesn't typically do these types of agreements I've been told, but other counties do, so maybe they've had a change of heart about that. It would be good to have in place in case somebody asks why we're maintaining it.

Lastly is the Oakleaf West issue that you just raised. I heard you mention Oakleaf East. Is that something I need to be concerned about? Is it the same in Middle Village?

Mr. Soriano responded we've looked at that one before because their HOA tried to get on us about cleaning ponds at one time. That was back when Jason was here. He brought up a concern of looking through and preparing and signing a document. If you look at the original grant and covenants, they still list the golf course, and the golf course was supposed to be part of Oakleaf a long time ago. There are two master associations. There is Oakleaf West, and Oakleaf East, and then they both have written in their rules for their sub associations, so there is another Oakleaf East grand covenant that is kind of written the same way.

Mr. Eckert asked are they separate geographic areas that each one covers?

Mr. Soriano responded they are. They are owned by the same management company now, but it's the east side of Oakleaf from Brannan Field and then the west side.

Mr. Eckert stated for Middle Village CDD, which is the only client that has authorized me to work on this, do both associations have land within Middle Village?

Mr. Soriano responded no, only West for Middle Village.

B. District Engineer

There being nothing to report, the next item followed.

C. District Manager

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There being nothing to report, the next item followed.

D. Operations Manager – Memorandum

Mr. Soriano stated since I've seen you last, we had a community event in this room, the Cocoa with Claus event. It went well, although it was probably one of our smallest turnouts for that event. This was the first year bringing it back in a while and I was really surprised because I thought we would be much busier. There was also the change in the school calendar though. Typically, we do it on the same Thursday every year, that is the last Thursday and then Friday is a half day of school, and they get the entire next week off before Christmas. This year it went all the way until the Wednesday before, so that may have affected it because they were still in school that Thursday night. We had already booked Santa Claus in March of last year though. Next year we may do something a little different because those types of things do get a little bit expensive. If you've ever been to a Cocoa with Claus event, this place gets decorated overboard and we have thousands of cookies that the kids and adults get to eat all night long and there is a hot cocoa bar, and of course Santa Claus. There was less than 100 people here and I don't see spending that type of money. Our next event will not be until Spring Break, which is in March.

Last year the Board directed that we shut down the heated pools in January and February, the two coldest months. We've had years as high as \$29,000 in gas for what might be three or four people that swim, so we did scale back. The first step we took was cutting the temperature down a little bit. They're only heated to 77 degrees, which on a nice high of 70s or low 80s day is not bad, but it's a little cool. Now we've cut it out to where last year we shut it down for January and February and open back up March 1st.

I wanted to go over a couple items on the maintenance side. I missed something last month in the maintenance section. I need to ratify an invoice. Luckily, at your sister district one of the board members caught it, but we didn't get that here. In your December agenda packet on page 102 there was a quote/invoice for Crown Pools for VGB drains to be installed in the pools. Every so many years depending on the model of drains you have, the local health department has required those get changed out, even if they're in great working order. Unfortunately, the way the law works, this was a year where a lot of pools across the State were being reminded that they were due for a change out, so these were very expensive. Realistically, it's a little plastic drain cover with four to eight screws in it, but it can only be done by a licensed contractor. They have to sign an affidavit saying when they did it and they submit it to the County. So, it cost

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\$4,262 to do this for your pools and we're required to do this every five years with our model. That's more than I'm able to spend with my amount, so I need you to ratify it.

On MOTION by Chairman Steiner seconded by Mr. Hicks all in favor the Crown Pools invoice to replace VGB drain covers in the amount of \$4,262 was ratified.

Chairman Steiner asked does any of this fall under the capital reserves?

Mr. Soriano responded it wasn't noted in there. We have more than enough money for something like this, so it's going to come out of capital, but I don't know that Charlie is familiar with those types of rules. Many items you have such as the air conditioner and elevators, there are some things we're required to do each year, but there's not a lot of things where it says even if it's working 10 years later you must pay this money and replace it. That is a national law, the Virginia Graeme Baker Act that was put in place in 2001 and in 2010 they started enforcing it in Florida. I'm sure he will add that in, but drain upgrades were not written down anywhere.

Mr. Soriano continued his report stating, we are finalized with the roof up here. The amount at the end was \$53,500. We had just a little over \$2,000 in extra wood. We had talked about the panels on the wood and then they had to do some sistering work for the trusses that were rotten. Now that everything is repaired on the roof we can go ahead and fix those spots on the overhang that has been damaged over the years from leaks and things like that. We also replaced all of the gutters. The black gutters and flashing looks really nice. It was well below the not to exceed amount. The other item I wanted to point out is there have been some gates installed, the back gates. We do not have all of them. We're still waiting on the decorative gates up top here. If you've been out there, you'll see the back gates are just propped open. I'm not going to shut them until these are installed because it's useless. They can just walk around the building, come up here and go down. If you've been downstairs at all you'll notice they started working on the counter and check-in window, so everything will go through downstairs and once we get these gates installed, we will lock down. With them being out there this past week and working on that wall we had to cut out some of the doors and windows in that wall. We've gotten a lot of questions of when it's going to start. Hopefully that will be this next month, but with the custom gates I still don't have a date.

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Chairman Steiner stated the Christmas lighting, especially for this building, looked great, so kudos on that. I didn't extensively drive through the area, but I think your guys did a good job. Along those lines, now that we've hopefully got the holidays behind us, where are we with finishing up the slabs?

Mr. Soriano responded they'll just be starting now. They haven't done anything this last month and a half.

Chairman Steiner asked you've resolved the problem with the thickness issue, which is what stopped them before?

Mr. Soriano responded so they're consistent, yes, but they haven't gotten back to pouring any for the pavers yet, so they'll get back to that. I was looking to hire more people. I lost one over the holidays. Both you and your sister district freed up more funds so I could hire more maintenance guys. We have a lot more work that can be done.

Chairman Steiner stated we've mentioned before a lot of these jobs get started and go so far and then for various reasons, rightfully so, they get pulled off to do other things but it never seems to go back and clean up some of these things. We repaired the walls, but at the expense of one of the pavilions and that needs to be addressed because it is an area that attracts a lot of attention. If you can, try and move it up your schedule a little bit.

SIXTH ORDER OF BUSINESS

Audience Comments / Supervisors' Requests

There being no audience members present and no supervisor requests, the next item followed.

SEVENTH ORDER OF BUSINESS

Next Scheduled Meeting

Ms. Giles stated our next meeting is scheduled for February 13th at 2:00 p.m. here at the Plantation Oaks Amenity Center.

EIGHTH ORDER OF BUSINESS

Adjournment

On MOTION by Chairman Steiner seconded by Ms. Arnau with all in favor the meeting was adjourned.

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Middle Village CDD

DocuSigned by:
Marilee Giles
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Secretary/Assistant Secretary

DocuSigned by:
Michael Steiner
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Chairman/Vice Chairman