MINUTES OF MEETING
PEACE CROSSING COMMUNITY DEVELOPMENT DISTRICT

The Board of Supervisors of the Peace Crossing Community Development District held a Special Meeting on August 16, 2024 at 11:00 a.m., at the Ramada by Wyndham Davenport Orlando South, 43824 Highway 27, Davenport, Florida 33837-6808.

Present were:

Kevin Mays	Vice Chair
Michael Osborn	Assistant Secretary
Kevin Kramer	Assistant Secretary

Also present:

Ernesto Torres	District Manager
Mike Eckert	District Counsel
Travis Fledderman (via telephone)	District Engineer
Jason Gonzalez (via telephone)	Greenberg Traurig

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

Mr. Torres called the meeting to order at 11:00 a.m.

Supervisors Kramer, Mays and Osborn were present. Supervisors Breakstone and Onorato were not present.

SECOND ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

THIRD ORDER OF BUSINESS **Presentation of Supplemental Engineer's Report for Series 2024 Project Amended and Restated**

Mr. Eckert stated that the next three agenda items are being presented again because, due to some of the delays getting permits, it was necessary to add some land to Assessment Area One as security for the assessments in order to market the bonds. Specifically, Assessment

Area One was initially limited to neighborhoods A, B and C. Neighborhoods E and F are now being added but there are triggers that will allow neighborhoods E and F to be removed from Assessment Area One once the triggers are met. One of the triggers is the issuance of the Army Corps of Engineers (ACOE) permit for a couple of the neighborhoods. It is necessary to enlarge Assessment Area One at this time but while providing a mechanism for release of the lien on Parcels E and F.

Mr. Eckert stated that, after presentation of the Reports, the Board will be asked to approve the Supplemental Engineer's Report, as it is, and approve the Supplemental Special Assessment Methodology, in substantial form as one issue remains to be finalized, and authorize it to be finalized and used in the offering document.

Mr. Fledderman stated that Mr. Eckert did a good job summarizing the changes. The main changes in the graphics of the Report include:

- Exhibit A: The enlargement of Assessment Area One was graphically displayed.
- Exhibit B: Additional sketch description of lands described by Mr. Eckert were added.
- Minor changes to the Report text were made to clarify the Series 2024 bond.
- The revised acreage of Assessment Area One is approximately 1,432 acres.

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the Amended and Restated Supplemental Engineer's Report for the Series 2024 Project, was approved.

FOURTH ORDER OF BUSINESS **Presentation of First Supplemental Special Assessment Methodology Report (Assessment Area One)**

Mr. Torres presented the First Supplemental Special Assessment Methodology Report for Assessment Area One and highlighted the revisions as described by Mr. Eckert.

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the First Supplemental Special Assessment Methodology Report (Assessment Area One), in substantial form, and authorizing the Vice Chair to execute, and

authorizing inclusion of the Methodology Report in the Preliminary Limited Offering Memorandum, was approved.

FIFTH ORDER OF BUSINESS **Consideration of Resolution 2024-40, Authorizing the Issuance of its Peace Crossing Community Development District Special Assessment Revenue Bonds, Series 2024 (the "Series 2024 Bonds"); Determining Certain Details of the Series 2024 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; Authorizing the Negotiated Sale of the Series 2024 Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract With Respect to the Series 2024 Bonds and Awarding the Series 2024 Bonds to the Underwriter Named Therein; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum Relating to the Series 2024 Bonds and Its Use by the Underwriter In Connection With The Offering for Sale of the Series 2024 Bonds; Approving the Execution and Delivery of a Final Limited Offering Memorandum Relating to the Series 2024 Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Continuing Disclosure Agreement; Providing for the Application of the Series 2024 Bond Proceeds; Authorizing the Proper Officials to Do All Things Deemed Necessary In Connection With the Issuance, Sale and Delivery of the Series 2024 Bonds; Making Certain Declarations; Providing an Effective Date and for Other Purposes**

Mr. Eckert stated that the version of Resolution 2024-40 in the agenda and as titled above, is not the most recent version. The updated version to be approved was circulated to the Board Members last night. He thanked Mr. Gonzalez for his efforts.

Mr. Gonzalez presented the updated version of Resolution 2024-40, which accomplishes the following:

- Amends prior Resolution 2024-35, adopted on February 1, 2024.
- Updates the original acreage from 826 acres to 1,432 acres.
- Authorizes an updated version of the Preliminary Limited Offering Memorandum.

Mr. Gonzalez stated that the revised version of Resolution 2024-40, as stated in the motion box, also ratifies the prior Resolution; except as modified by this Resolution, the original Delegation Resolution remains in full force and effect.

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, Resolution 2024-40, Amending Resolution 2024-35 of the District Adopted on February 1, 2024, for the Purpose of Expanding the Acreage of Assessment Area One; Approving the Form of and Authorizing the Distribution of a Revised Preliminary Limited Offering Memorandum Relating to the Series 2024 Bonds and its Use by the Underwriter in Connection with the Offering For Sale of the Series 2024 Bonds; Ratifying and Reaffirming Resolution 2024-35 Except as Modified Herein; Providing for an Effective Date; and Providing for Other Related Matters , was adopted.

SIXTH ORDER OF BUSINESS **Consideration of Ancillary Documents**

Mr. Eckert noted that the printed agenda books do not include the most recent list of documents included in the updated electronic version of the agenda. He presented the following:

A. Declaration of Consent

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the Declaration of Consent, in substantial form, was approved.

B. Notice of Supplemental Assessments

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the Notice of Supplemental Assessments, in substantial form, was approved.

C. Acquisition Agreement

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the Acquisition Agreement, in substantial form, was approved.

D. Completion Agreement

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the Completion Agreement, in substantial form, was approved.

E. Collateral Assignment Agreement

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the Collateral Assignment Agreement, in substantial form, was approved.

F. True Up Agreement

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the True Up Agreement, in substantial form, was approved.

G. Contribution Agreement for Multi-Family

On MOTION by Mr. Kramer and seconded by Mr. Osborn, with all in favor, the Contribution Agreement for Multi-Family, in substantial form, was approved.

SEVENTH ORDER OF BUSINESS **Consideration of RFQ for Construction Engineering & Inspection Services for Lake Wales Spine Road Project**

Mr. Eckert stated that a specific Request for Qualifications (RFQ) is needed due to the cost and specialization of the construction of the Lake Wales Spine Road Project. Mr. Kramer asked to be informed when the RFQ is ready to advertise so that potential bidders can be directed appropriately. The consensus was to publish the notice as soon as possible.

On MOTION by Mr. Kramer and seconded by Mr. Osborn, with all in favor, the RFQ for Construction Engineering & Inspection Services for Lake Wales Spine Road Project and authorizing Staff to advertise, were approved.

EIGHTH ORDER OF BUSINESS **Consideration of RFQ for Continuing Engineering & Inspection Services**

Mr. Eckert discussed the need to publish an RFQ for Continuing Engineering and Inspection Services. The consensus was to publish the notice as soon as possible.

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the RFQ for Continuing Engineering & Inspection Services and authorizing Staff to advertise, were approved.

NINTH ORDER OF BUSINESS **Consideration of Resolution 2024-08, Designating the Location of the Local District Records Office; and Providing an Effective Date**

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, Resolution 2024-08, Designating 225 East Lemon Street, Suite 300, Lakeland, Florida 33802-4628 as the Location of the Local District Records Office; and Providing an Effective Date, was adopted.

TENTH ORDER OF BUSINESS **Staff Reports**

A. District Counsel: Kutak Rock LLP

Mr. Eckert stated that Staff is working to expedite the bond sale. He is working with the construction contractor and anticipates executing the contract soon.

Discussion ensued regarding the construction contract date, the Preliminary Limited Offering Memorandum and the projected bond closing date in mid-September 2024.

The consensus was that today will be the construction contract date.

B. District Engineer: Stantec Consulting Services, Inc. – Update on Status of Construction Contract

There was no report.

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

- **NEXT MEETING DATE: September 5, 2024 at 11:00 AM**
  - **QUORUM CHECK**

The next meeting will be held on September 5, 2024, unless canceled.

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

There were no Board Members' comments or requests.

TWELFTH ORDER OF BUSINESS **Public Comments**

No members of the public spoke.

THIRTEENTH ORDER OF BUSINESS **Adjournment**

On MOTION by Mr. Kramer and seconded by Mr. Mays, with all in favor, the meeting adjourned at 11:19 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

Secretary/Assistant Secretary

~~Chair/Vice Chair~~
ASSISTANT SECRETARY