

**MINUTES OF MEETING
KNIGHTSBRIDGE
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Knightsbridge Community Development District was held Monday, February 6, 2023 at 2:00 p.m. at the Oasis Club at ChampionsGate at 1520 Oasis Club Blvd., ChampionsGate, Florida.

Present and constituting a quorum were:

Adam Morgan	Chairman
Rob Bonin	Vice Chairman
Steve Greene	Assistant Secretary
Harry Kaplan	Assistant Secretary
Nicole Henley	Assistant Secretary

Also present were:

George Flint	District Manager
Kristen Trucco	District Counsel
Amanda Udstad	District Engineer
Alan Scheerer	Field Manager

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order and called the roll. Five Board members were present constituting a quorum.

SECOND ORDER OF BUSINESS

Public Comment Period

Mr. Flint: There are no members of the public other than Board members and staff here.

THIRD ORDER OF BUSINESS

Approval of Minutes of the December 5, 2022 Board of Supervisors Meeting and Acceptance of the Minutes of the December 5, 2022 Audit Committee Meeting

Mr. Flint: Next you have approval of the December 5, 2022 meeting minutes and acceptance of the December 5, 2022 Audit Committee meeting minutes.

Mr. Morgan: Everything looks correct. I make a motion to accept.

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On MOTION by Mr. Morgan, seconded by Mr. Kaplan, with all in favor, the Minutes of the December 5, 2022 Board of Supervisors Meeting were approved, and the Minutes of the December 5, 2022 Audit Committee Meeting, were accepted.

FOURTH ORDER OF BUSINESS

Consideration of Professional Engineering Services Agreement with Hamilton Engineering and Surveying, LLC

Mr. Flint: The Board appointed Hamilton as the interim then issued an RFQ for engineering services and selected Hamilton as the District’s engineer as a result of that process. This is just the agreement coming back to you to approve.

Mr. Morgan: I will make a motion to approve.

On MOTION by Mr. Morgan, seconded by Mr. Bonin, with all in favor, the Professional Engineering Services Agreement with Hamilton Engineering and Surveying, LLC, was approved.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2023-10 Approving the Conveyance of Real Property and Improvements – Tract LS-1 Phase 1

Mr. Flint: Next is Resolution 2023-10 approving the conveyance of real property for Tract LS-1 Phase 1.

Ms. Trucco: Yes, what we have here is a resolution approving the conveyance of lift station Tract LS-1 Phase 1. I have been told by the developer that the tract is nearly complete. There is still going to be a fence that is going to go up and then once that fence construction is done, we are going to order a survey, which is a requirement of Tohopekaliga Water Authority. Once that is done, we can proceed with recording the deed, but we wanted to get these conveyance documents teed up and approved by the Board in advance of that so that we can get them over to Toho for their review so that there is not a delay once the tract is ready to go. I will briefly go through the conveyance documents that are attached to the resolution. The first is a warranty deed, which transfers the real property tract from the developer to the District and then there is also a deed that is going to transfer the tract from the District to Toho. Then we have a bill of sale, same thing one from the developer to the CDD and one from the CDD to Toho and that is going to transfer the infrastructure improvements on the lift station. There is an agreement regarding taxes and owner’s affidavit from Lennar Homes, LLC basically assuring that there are no outstanding taxes and no

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encumbrances on the property that would prohibit us from transferring the tract and then simultaneously transferring it to Toho. As part of this process, we order a title commitment and are required to issue a title policy, so we go through the title work and history pretty extensively on these lift station tracts to satisfy Toho’s requirement. That is just one additional step that we don’t take with ordinary conveyances, but we do with these lift station conveyances. There is also an LLC affidavit as a requirement of Toho basically assuring Lennar is an LLC within the state of Florida and has not been a party in any bankruptcy proceeding and there is some incumbency language here about who is authorized to sign on behalf of Lennar. Then we have affidavit of nonforeign status, this is a requirement of Toho’s also that is unique to them. This is just assuring that Lennar is a United States entity. It is not a foreign person and so there doesn’t need to be additional withholding with respect to this conveyance to satisfy tax law. Finally, we have a certificate of the District engineer, this is required anytime the CDD transfers property just that the engineer has reviewed the conveyances and finds that it is in accordance with the original development plans for the CDD including the engineer’s report and that the tract has been approved by all necessary governmental agencies for the transfer. Like I said, the tract is not entirely complete yet, but we wanted to get this resolution before the Board to have these conveyance documents approved in substantially final form subject to District counsel and District engineer sign off.

Mr. Morgan: Very good.

Ms. Trucco: I’m sorry. That was a little long-winded on that one.

Mr. Morgan: It was a lot of documents. I will make a motion to approve.

On MOTION by Mr. Morgan, seconded by Mr. Greene, with all in favor, Resolution 2023-10 Approving the Conveyance of Real Property and Improvements – Tract LS-1 Phase 1 subject to District Counsel and District Engineer Sign Off, was approved in substantially final form.

SIXTH ORDER OF BUSINESS

Consideration of Uniform Method of Collection Agreement with Osceola County Tax Collector

Mr. Flint: Next is the agreement with the Osceola County Tax Collector to use the tax bill as the collection method for the data and O&M assessments. This is required under the statutes

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and the fees that are included are dictated by the statutory language. This is consistent with the agreements we see in other Districts.

Mr. Morgan: I will make a motion to approve.

On MOTION by Mr. Morgan, seconded by Ms. Henley, with all in favor, the Uniform Method of Collection Agreement with Osceola County Tax Collector, was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Agreement with DiBartolomeo, McBee, Hartley & Barnes, P.A. to Provide Auditing Services for the Fiscal Years 2023-2027

Mr. Flint: The next agreement is with DiBartolomeo, McBee, Hartley & Barnes. You all followed the statutory process to select an independent auditor and selected DiBartolomeo, McBee, Hartley & Barnes. When we bid it out, we asked for five years of pricing with the intent that we would enter into annual engagements. It looks like their agreement is actually a five-year agreement, so I would suggest you approve it subject to it being modified to just be an annual engagement for the first year. The first year is Fiscal Year 2023, which doesn't end until September 30th of this year. They are not auditing last year, their first audit would be the current year we are in. I prefer it be approved subject to that modification. If for some reason they don't agree, I can bring it back.

Mr. Morgan: Ok, I will make a motion to approve based on the change in engagement.

On MOTION by Mr. Morgan, seconded by Mr. Kaplan, with all in favor, the Agreement with DiBartolomeo, McBee, Hartley & Barnes, P.A. to Provide Auditing Services for the Fiscal Years 2023-2027 subject to the engagement letter being for one year, was approved.

EIGHTH ORDER OF BUSINESS

Discussion of Pending Plat Conveyances

Mr. Flint: Any pending plats and conveyances to discuss?

Mr. Morgan: We just went over it.

Mr. Bonin: The permit transfers, that will be something that needs to happen pretty soon. The ponds are built. I think we basically just have to sod them. The outfall structures are complete, so as far as Hamilton's concern, we can start teeing up the documents to transfer that to the District in the next 30 to 45 days.

Mr. Flint: Okay, that sounds good.

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Mr. Morgan: That is something that we need to tell Pat to follow up on too.

Mr. Bonin: Yes.

NINTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Flint: Staff reports, anything else Kristen?

Ms. Trucco: The only other update was that the final judgement for the bond validation was entered into by the judge this morning. That is good news. George attended that hearing, thank you for that. We will be able to move forward with the bond issuance now.

Mr. Morgan: Very good.

Mr. Bonin: When are we targeting that?

Ms. Trucco: There is a period, I believe it is a 20-day period.

Mr. Flint: It's a 30-day.

Ms. Trucco: 30-day period that they have to appeal, so we have to wait.

Mr. Bonin: From what day?

Mr. Flint: Today.

Mr. Bonin: After that you can issue bonds?

Ms. Trucco: Correct.

Mr. Bonin: Alright.

Mr. Flint: Do you know the status of the take down of the second phase?

Mr. Bonin: It's going to probably not occur in February.

Mr. Flint: Okay.

Mr. Bonin: It's going to push out a little bit.

Mr. Flint: I think the idea was that we did the assessment process on what we are calling Assessment Area 1, which is what Lennar currently owns. Then, once you take down the balance of the project, we'll do the assessment process for that and then we'll issue one bond issue. The timing will be impacted by the acquisition.

Mr. Bonin: Okay, then we'll have to circle up because that closing is not happening.

Mr. Flint: Okay, it's quick.

Mr. Bonin: In the timeframe that was initially laid out.

Mr. Flint: We may want to look at whether we do two bond issues.

Mr. Bonin: Yes, I will chat with Mark on that today and Brian as well.

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Mr. Flint: Okay, let us know. It's a little bit small on what you currently own for a stand-alone bond issue, but we've done them that small before.

Mr. Bonin: Yes, rates are favorable right now.

Mr. Flint: They are getting better.

Mr. Bonin: We ought to take that into consideration.

B. Engineer

Mr. Flint: Any questions for the engineer? Hearing none, we will move on to the next item.

C. District Manager's Report

i. Approval of Check Register

Mr. Flint: District manager's report, you have the check register from October 1st through December 31st for \$35,112.65. Were there any questions?

Mr. Morgan: I will make a motion to approve.

On MOTION by Mr. Morgan, seconded by Ms. Henley, with all in favor, the Check Register, was approved.

ii. Balance Sheet and Income Statement

Mr. Flint: You have the unaudited financials. No action required on those. If there are any questions, we can discuss those.

iii. Ratification of Funding Requests #4 – #5

Mr. Flint: We have ratification of Funding Requests #4 and #5. These are for operating expenses. #4 totals \$13,834.52 and #5 totals \$5,309.36.

Mr. Morgan: I will make a motion to approve.

On MOTION by Mr. Morgan, seconded by Ms. Henley, with all in favor, Funding Requests #4 - #5, were ratified.

TENTH ORDER OF BUSINESS

Other Business

Mr. Flint: Was there any other business or Supervisor's requests? Hearing none, I will move on to the next item.

ELEVENTH ORDER OF BUSINESS

Supervisor's Requests

There being none, the next item followed.

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TWELFTH ORDER OF BUSINESS

Adjournment

Mr. Morgan: I will make a motion to adjourn.

On MOTION by Mr. Morgan, seconded by Ms. Henley, with all in favor, the meeting was adjourned at 2:12 p.m.

George Flint

Secretary/Assistant Secretary

Adam Morgan

Chairman/Vice Chairman