

MINUTES OF MEETING
BRANDY CREEK
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Brandy Creek Community Development District was held on Wednesday, November 10, 2021 at 6:30 p.m. at the Johns Creek Phase 2 Amenity Center, 251 Huffner Hill Circle, St. Augustine, FL 32092.

Present and constituting a quorum were:

Meredith Payne	Chairman
Barbara Little	Vice Chairperson
Alton Chamberlain	Supervisor
Clarence Blalock	Supervisor
Shawn Jolly	Supervisor

Also present were:

Jim Oliver	District Manager
Mike Eckert	District Counsel
Jim Masters	Operations Manager - Vesta
Jennifer Meadows	Assistant Manager - Vesta
Dan Fagen	Vesta Property Services
Cheyne Solesbee	Yellowstone Landscape
Resident	

The following is a summary of the actions taken at the November 10, 2021 meeting. A copy of the proceedings can be obtained by contacting the District Manager.

FIRST ORDER OF BUSINESS

Roll Call

Mr. Payne called the meeting to order at 6:30 p.m. All Supervisors were present.

SECOND ORDER OF BUSINESS

Public Comment

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Approval of the Minutes of the September 8, 2021 Meeting

Mr. Chamberlain stated in the motion on the bottom of on Page 5, "*Mr. Chamberlin*" should be "*Mr. Chamberlain*". Mr. Payne asked if Mr. Eckert stated on Page 2, "*Slivers.*" Mr. Eckert replied affirmatively. Mr. Payne asked if Mr. Masters had proposals for the cameras. Mr. Masters noted this would be discussed later in the meeting.

On MOTION by Mr. Blalock seconded by Mr. Chamberlain with all in favor the Minutes of the September 8, 2021 Meeting were approved as amended.

FOURTH ORDER OF BUSINESS

Consideration of Revised Proposal for Landscape Maintenance Services

Mr. Cheyne Solesbee of Yellowstone Landscape (Yellowstone) presented a request to increase their annual fee from \$122,037.12 to \$136,037.00, due to increases in direct and labor costs, specifically in mulch, annuals, and Palm tree pruning. These items were subcontracted, but they ensure it was done properly. If they were handled in-house, there would be a savings of \$5,000 to \$7,000.

Mr. Blalock recommended continuing with Yellowstone and asked when this was effective. Mr. Solesbee replied January 1st. Ms. Little felt that the increase was significant and requested another proposal for comparison. Mr. Solesbee would provide a revised proposal removing the mulch, annuals, and Palm tree pruning. With his construction experience, Mr. Chamberlain noted the increase was \$14,000 or 11.4%, which was low as other vendors requested 45% increases and asked if there would be additional cost increases. Mr. Solesbee stated this was their price for the entire year. Mr. Chamberlain requested a breakdown of costs between Fiscal Year 2021 and 2022 in materials, labor, maintenance, equipment and overhead. Mr. Blalock asked if this item would be paid from the general reserve. Mr. Oliver stated it would come out of the General Fund. Mr. Payne acknowledged the Board was satisfied with Yellowstone services and the community never looked better but wondered if Yellowstone would consider a longer-term agreement.

After further discussion, Mr. Payne requested tabling this item to the January meeting and for Mr. Chamberlain to work with Mr. Masters and Mr. Solesbee. Mr. Chamberlain requested additional input from the Board Members on the services and frequency. Mr. Eckert

advised the Board to provide their input to Mr. Oliver.

FIFTH ORDER OF BUSINESS

Ratification of Second Amendment to Agreement with Vesta Property Services, Inc.

Mr. Masters presented a Second Amendment to the Agreement with Vesta Property Services, Inc., which was executed.

On MOTION by Mr. Payne seconded by Mr. Blalock with all in favor the Second Amendment to Agreement with Vesta Property Services, Inc. was ratified.

SIXTH ORDER OF BUSINESS

Ratification of Audit Engagement Letter from Berger, Toombs, Elam, Gaines & Frank

Mr. Oliver presented the audit engagement letter with Berger, Toombs, Elam, Gaines & Frank to perform the audit for the fiscal year ending September 30, 2021 in the amount of \$3,505.

On MOTION by Ms. Little seconded by Mr. Payne with all in favor the Audit Engagement Letter with Berger, Toombs, Elam, Gaines & Frank for Fiscal Year ending September 30, 2021 in the amount of \$3,505 was ratified.

SEVENTH ORDER OF BUSINESS

Consideration of the Transfer Letter Regarding Legal Services with Kutak Rock

Mr. Eckert presented a joint letter from Hopping, Green & Sams stating that he and nine other attorneys were transferring to Kutak Rock, LLP as of November 15, 2021. Kutak Rock was a national firm specializing in Special Districts, bonds, bankruptcy, land use and real estate. If the Board chose Kutak Rock, Mr. Eckert would remain District Counsel and their rates would remain the same. There were two alternatives: Alternative 1 to engage Kutak Rock or Alternative 2 to find another legal firm.

Mr. Chamberlain asked if this was occurring with all Districts. Mr. Oliver stated only ones that had Hopping, Green & Sams (HGS). Mr. Chamberlain asked if there were any alternate

firms. Mr. Oliver noted a handful in the state but HGS was the largest. Mr. Eckert noted Kutak Rock was opening a smaller office in Tallahassee with 10 attorneys, three paralegals and three administrative assistants. Mr. Blalock asked if they were looking at any future increases. Mr. Eckert stated the rate for this year remains the same until October 1, 2022 and then there would be an increase as discussed earlier in the year to meet the market rates. Discussion ensued.

On MOTION by Mr. Payne seconded by Ms. Little with all in favor selecting Alternative #1 engage Kutak Rock, LLP. with Mr. Mike Eckert continue serving as District Counsel was approved.

Mr. Eckert presented a Retention and Fee Agreement with Kutak Rock. Ms. Little asked if there were any changes compared to what was agreed to. Mr. Eckert stated the standard provision, "*Client agrees to annual rate increases to the extent they do not exceed \$15 an hour*" was changed to "*Client agrees to our standard rate increases to the extent our rates do not increase beyond \$15 per hour.*" If there was an increase, Mr. Eckert would inform the Board. The provision for attorney's fees, if a client was sued for fees, was removed. Mr. Blalock recalled the Board agreed to \$325 per hour for Fiscal Year 2022 and the increase to \$360 in Fiscal Year 2023 to bring the rate up to the market rate.

On MOTION by Mr. Blalock seconded by Mr. Payne with all in favor the Retention and Fee Agreement with Kutak Rock, LLP. was approved.

Mr. Payne appreciated Mr. Eckert's services and looked forward to continuing working with him.

EIGHTH ORDER OF BUSINESS

**Consideration of Resolution 2022-01
Election of Officers**

Mr. Oliver presented Resolution 2022-01 designating officers. Currently, Mr. Payne serves as Chairman, Ms. Little as Vice Chair, the remaining Board Members as Assistant Secretaries, Mr. Oliver was Treasurer and Secretary and Mr. Torres as Assistant Treasurer. Ms. Marilee Giles and Mr. Daniel Laughlin would be added as Assistant Treasurers and Assistant Secretaries and three former GMS employees would be removed.

On MOTION by Mr. Blalock seconded by Mr. Chamberlain with all in favor Resolution 2022-01 Electing Officers as presented was adopted.

NINTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

TENTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Eckert presented the following memorandums regarding statutory changes in the last legislative session:

1. Publication of Legal Notices

The law was changed to allow units of government to publish meeting notices electronically on newspaper websites, but Mr. Eckert stated this was not advantageous at this time

2. Needs Analysis that Districts Providing Wastewater or Stormwater Management Services Must Complete by June 30, 2022

The law was changed to require all local governments that have a wastewater or stormwater system to complete a Needs Analysis every five years and file it with the county by June 20, 2022. The District Manager and District Engineer would be responsible for preparing the report that would have a legal description of the facilities, current projected residents, current service area, contributions, and expenditures, to ensure that someone was maintaining the system and there was a funding mechanism. Mr. Eckert suggested the District Manager request the District Engineer provide a proposal at the January meeting. Mr. Oliver would contact the District Engineer. Mr. Chamberlain requested clarification on whether the county owned the stormwater system. Mr. Eckert confirmed that the county owned the wastewater system because the District conveyed it to the county, but the District owned the stormwater system.

3. Prompt Payment Requirements

The law was changed regarding the Prompt Payment Act governing payments from a unit of government if they had contractors. The amount changed from 1% to 2%. If there was a vendor dispute, there was a short period of time to reply to the dispute if payment was withheld. The District currently had a policy and Mr. Eckert would provide an amendment at the January meeting.

4. Public Records Exemptions for Addresses and Other Information Associated with Certain Officers, Judges, etc.

The law was changed to exempt certain officers, employees, justices, judges, and law enforcement from public records requests. The person claiming the exemption must sign a notarized statement and provide to the local government.

B. Engineer

There being none, the next item followed.

C. Manager

Mr. Oliver recalled at the January 2021 meeting, the Board adopted a Bonus and Compensation Policy for the Operations Manager, Events Coordinator and Administrative Assistant. The effective date was January 13, 2021 through December 31, 2021. In December, Mr. Oliver would provide evaluation criteria worksheets to the Board for review and consideration at the January 12, 2022 CDD meeting. Mr. Payne appreciated Mr. Oliver bringing this item to the Board's attention.

D. Operations Manager

1. Report

Mr. Masters presented the Operations Manager Report, which was included in the agenda package. Based on earlier discussion, he would provide the current contract for Yellowstone to the Board. Mr. Payne asked how he rated Yellowstone from 1 to 10. Mr. Masters gave them an eight as they were always willing to handle any issues, willing to please and always being proactive, especially handling services that were not in their contract. At the Board's request, he would start looking at other landscape services for comparison purposes and provide proposals at

the next Board meeting. Mulching was completed two weeks ago at the monuments off of County Road 210, Phase 1 and at the Amenity Center. The next mulching would be in April. Mr. Masters suggested preparing a scope and asked whether the Board wanted to go out for a formal Request for Proposals (RFP) now or wait until the next budget cycle. Mr. Blalock preferred staying with Yellowstone but wanted to see if their rate increase was in line with other landscape companies. Mr. Eckert stated the bid threshold was \$195,000 for one year, but if the Board wanted a multi-year contract, they must go through the RFP process, as they would trip the threshold in the second year.

Mr. Fagen was open to the RFP process but did not think that the District would get better service or lower price. Mr. Chamberlain wanted to see what other properties paid for landscaping services. Mr. Fagen stated the difficulty was having comparable proposals with different acreages and services, but they could get a ballpark estimate. Mr. Masters suggested the Board consider this item in January and would provide a scope and evaluation criteria to the Board. Mr. Payne did not have an issue going through this process but wondered whether they would get better value for their money. Procedurally, Mr. Eckert explained that the Board could approve Yellowstone for one year, go out for RFP, review the RFPs and if the Board decided not to accept any of the bids, they still had the contract with Yellowstone. Mr. Fagen advised that any new provider needed three to six months to learn the property and there may be a drop off in service. Mr. Oliver suggested getting courtesy pricing to determine the scope. Mr. Master would talk to companies of similar size. Mr. Oliver stated if the Board decided in January to proceed with the RFP process, they would have time to get proposals before approving the 2023 budget in May. *There was Board consensus.*

Mr. Masters reported the pergola project would commence next week. The facility could not be rented out for a period of time as the area would be closed for the demolition work. He distributed a report to the Board from the District's insurance company, Egis, that insures the CDD's assets. They inspect every two years and provide recommendations. The Amenity Center, pools, everything the CDD owns was inspected. Staff made all corrections except for one, which was the drainage for the Phase 2 playground. It still floods and other options need to be explored. Several weeks ago, Mr. Masters met with the POA President on how to provide information to residents. They agreed to an informational sign on the back of the Phase 1 and Phase 2 marquis. A sample was included in the agenda package, which would have CDD Amenity

Center information, website, phone number, office hours, POA information, the companies, and their phone numbers. It should be ready in the next couple of weeks. Mr. Chamberlain liked the idea, but voiced concern about changing it if the companies were changed. Mr. Masters was informed that they were not looking to change companies, but if there was a change, they have a connection with the sign making business and this could be done fairly easily. Mr. Payne discussed this with Mr. Masters and understood the size of the sign would allow some visibility for reading it.

Mr. Blalock asked who was responsible for pressure washing sidewalks that don't touch a resident's property. Mr. Masters stated the contract does not include pressure cleaning of those areas, but they could be bid out for pressure washing. Last year, he proposed pressure washing the curbs on Nature Walk Parkway and John's Creek Parkway. Staff pressure washes the Amenity Center areas twice a year around the pool and playground. Mr. Payne wanted to verify ownership of the area Mr. Blalock referred to. Mr. Masters would review the plat to determine ownership. Mr. Payne requested an assessment of the sidewalks regarding priority and costs. Mr. Masters recommended pressure washing sidewalks in all common areas and would evaluate these areas and provide costs. Mr. Payne asked Mr. Blalock to work with Mr. Masters.

2. Lake Doctors Service Report

Mr. Masters presented the Lake Doctors Service Report, which was included in the agenda package.

E. Amenity Manager

1. Report

Ms. Meadows presented the Amenity Manager's Report, which was included in the agenda package. The Halloween event on October 23rd was a huge success. Three hundred residents come through in two hours and they ran out of candy. Everyone had a great time. Upcoming events were the 5K run the day after Thanksgiving and Cookies and Cocoa with Santa on December 18th.

2. Pool Furniture

Ms. Meadows presented the following quotes for new or refurbished pool furniture:

- Re-strapping chairs and tables and repaint - \$25,000
- Replace chairs and refurbish tables - \$33,000
- New tables and chairs with straps - \$36,000
- New tables and cross weave chairs - \$43,000
- New tables and sling chairs - \$47,000
- Picking up old furniture, refurbishing and returning - \$400.

Mr. Jolly questioned what happened with the old furniture and the timeframe to get the furniture. Ms. Meadows stated the old furniture would be sold. If they placed the order by a certain date, they would receive it around March; however, costs would increase in January by 10%. Mr. Jolly stated according to a Facebook poll, most residents said the straps were uncomfortable and the majority wanted sling chairs. Mr. Payne did not see the need to replace the chairs unless there was wear and tear. Mr. Oliver stated the process was to maintain, repair and replace. Mr. Payne noted the sling chairs were prone to mold. Mr. Masters added the sling chairs cost more to maintain. Ms. Meadows stated the warranty was 10 years for the frame, two years for paint and five years for the sling and straps. Mr. Payne questioned where this expenditure would be paid out of. Mr. Oliver answered the capital reserve. Mr. Payne was in favor of the cross-weave chairs and refurbishing the tables and directed Mr. Jolly to work with Mr. Masters and Ms. Meadows to obtain proposals for cross weave and sling chairs as well as pros and cons for the January meeting.

Mr. Jolly asked if there was a procedure if someone could not get into the facility after hours. Ms. Meadows included her phone number and Mr. Masters phone number as contact information for any issues. There was also a lock box. Mr. Masters explained a resident was not able to get into the facility for a baby shower. The procedures were changed to ensure this did not happen again and the resident was refunded their money and received a \$75 gift card. Ms. Little noted residents were appreciative of the Halloween event. Mr. Payne suggested sending out a survey after an event for feedback.

ELEVENTH ORDER OF BUSINESS

Supervisor's Requests and Audience Comments

Supervisor's Requests

Mr. Payne received a request from a resident and asked for Board input on whether Mr. Masters and Ms. Meadows should obtain prices. After discussion, the Board was not interested.

Mr. Chamberlain was against raising the Board Member compensation. Mr. Eckert stated the Board compensation was set by Statute at \$200 per meeting up to \$4,800 per year.

Audience Comments

There being none, the next item followed.

TWELFTH ORDER OF BUSINESS

Financial Reports

A. Balance Sheet and Income Statement as of September 30, 2021

Mr. Oliver presented the un-audited September 30, 2021 Balance Sheet and Income Statement, which were included in the agenda package. The capital reserve balance at year end was \$268,000.

B. Assessment Receipt Schedule

Mr. Oliver reported assessments were fully collected for Fiscal Year 2021. The Tax Collector sent out the tax bills on November 1st. Mr. Chamberlain asked if the District came in under budget and if so, would the money go into the reserve. Mr. Oliver confirmed the District came in under budget and the funds would stay in Unassigned Funds.

C. Approval of Check Registers

On MOTION by Mr. Payne seconded by Ms. Little with all in favor the August 1, 2021 through September 30, 2021 Check Register in the amount of \$214,801.08 was approved.

THIRTEENTH ORDER OF BUSINESS

Closed Security Session – Members of the Public Will Not be in Attendance

Mr. Eckert stated Florida Law requires Board discussion related to the District’s security system, security plan, types of equipment and location of equipment to be held in a Closed Session per Sections 119.07138 and 281.301 of the Florida Statutes. Only the Board and staff can be present for the discussion. No members of the public were present.

The Closed Session commenced at 8:30 p.m.

The Closed Session ended at 8:55 p.m. and the regular meeting was reconvened.

On MOTION by Mr. Payne seconded by Mr. Chamberlain with all in favor reaffirming the termination of the agreement with Tyco (Johnson Controls) and approving the proposal from Security 101 to purchase a digital storage system in a not-to-exceed amount of \$32,000 was approved.

Mr. Payne stated he and Mr. Masters met with the Phase 1 and Phase 2 POAs. Contributions were budget for 2021, but not for the 2022 budget; although, they agreed to support the activities in 2022, if they received a bill. If the District wanted to continue providing the same services to the residents, the CDD budget would be increased by \$10.

FOURTEENTH ORDER OF BUSINESS

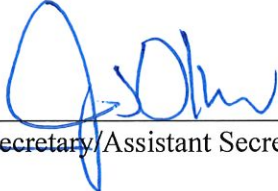
Next Scheduled Meeting – January 12, 2022 at 6:30 p.m. at Phase 2 Amenity Center

Mr. Payne stated the next scheduled meeting was on January 12, 2022 at 6:30 p.m. at this location.

FIFTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Payne seconded by Mr. Blalock with all in favor the meeting was adjourned.



 Secretary/Assistant Secretary



 Chairman/Vice Chairman