

**MINUTES OF MEETING
WILDBLUE
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the WildBlue Community Development District held a Regular Meeting on Thursday, March 7, 2019 at 11:00 a.m., at Barraco and Associates, 2271 McGregor Boulevard, Suite 100, Fort Myers, Florida 33901.

Present at the meeting were:

Christopher Hasty	Vice Chair
Barry Ernst	Assistant Secretary
Chris Johnson	Assistant Secretary
David Caldwell	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
Cindy Cerbone	Wrathell, Hunt and Associates, LLC
Jonathan Johnson (via telephone)	District Counsel
Carl Barraco	District Engineer
Courtney Wilson (via telephone)	Bond Counsel - Greenberg Traurig, P.A.

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 11:06 a.m. Supervisors Hasty, Caldwell, Ernst and Johnson, were present, in person. Supervisor Smith was not present.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

THIRD ORDER OF BUSINESS

Update: Boundary Amendment Process

Mr. Johnson provided the following update:

- The Boundary Amendment was being filed with Lee County.
- Other than the County Attorney's office, the County had completed its review.
- Minor comments about the legal description would be forwarded to Mr. Barraco today.
- The review process went well and the CDD appeared well-positioned.

➤ Once a completion date is identified, Mr. Johnson would follow up with Mr. Barraco’s office on a few items and inform everyone.

FOURTH ORDER OF BUSINESS

Update: Financing

Mr. Wrathell stated that Mr. Jon Kessler of FMSbonds, Inc. was awaiting a few items and, once received, the Preliminary Limited Offering Memorandum (PLOM) would be publicized relatively quickly. The process could be expedited if the Board asks for a closing date to be secured.

FIFTH ORDER OF BUSINESS

Consideration of Preliminary Supplemental Special Assessment Methodology Report

Mr. Wrathell presented the Preliminary Supplemental Methodology Special Assessment Methodology Report dated March 4, 2019. He reviewed the relevant information found on each page, including the par amount of bonds, Tables and Exhibit A data. A Board Member suggested breaking out the two stock entities, SDWB LLC and SD WildBlue LLC, in Table 1 and called attention to necessary changes regarding the stock. Mr. Wrathell stated that the Report would be amended, as follows, to reflect the changes and re-distributed:

Insert two columns in Table 1, on Page 11, and Table 7, on Page 14, as follows:

SD WildBlue	SDWB
34 102’	46 85’
12 140’	

Throughout: Change “Stock Development” to “Stock”

Regarding Exhibit A, Mr. Caldwell noted that some of the property listed as owned by Lennar would ultimately be common areas owned by the CDD or the HOAs and, since Lennar does not want debt assigned to those properties when they plat and convey them to the CDD or the HOAs, Management may create additional verbiage to address that concern between now and the time of bond issuance.

On MOTION by Mr. Caldwell and seconded by Mr. Ernst, with all in favor, the Preliminary Supplemental Special Assessment Methodology Report, dated March 4, 2019, with the additions and edits discussed, was approved.

SIXTH ORDER OF BUSINESS

Consideration of Agreement with Lennar Homes, LLC, Regarding the Acquisition of Certain Work Product and Infrastructure

Mr. Johnson presented the Agreement with Lennar Homes, LLC and suggested approval in substantial form, subject to review by Developer’s Counsel, and authorizing the Chair to execute and approve the changes identified in the review. In response to Mr. Caldwell’s question, Mr. Johnson confirmed that this is the final Agreement from Lennar. A Board Member asked if the CDD should reimburse Pulte for the construction on Spine Road. Mr. Johnson stated that the Board should approve the Form of the Agreement and authorize its execution with any of the Developers who plan to be reimbursed out of bonds, which would avoid delays between meetings. Mr. Caldwell stated that the Acquisition Agreement sets in process the chain of ownership, which does not necessarily mean that there will be a pay requisition; however, if a requisition was submitted, it could be processed.

On MOTION by Mr. Caldwell and seconded by Mr. Ernst, with all in favor, the Agreement between the WildBlue CDD and Lennar Homes, LLC Regarding the Acquisition of Certain Work Product and Infrastructure, in substantial form, with the Acquisition Agreement being applied to any Developer seeking reimbursement from the CDD, subject to review by Developer’s Counsel, and authorizing the Chair to execute and approve changes underscored in the review, was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Uniform Collection Interlocal Agreement with Lee County Property Appraiser

Mr. Barraco stated that some of the maps attached to the Form of Acquisition Agreement, Pages 18 to 22, must be updated to reflect the swap. A Board Member stated that the same thing must occur with Stock and the CDD’s title on its ownership exhibits; the word “Development” must be stricken and replaced with Stock and SDWB LLC and SD WildBlue LLC ownership should be added throughout the Methodology Report and Acquisition Agreement. Mr. Wrathell asked if there should be an Acquisition Agreement for each of the two entities. Discussion ensued regarding the Acquisition Agreement, conveyance to the District, reimbursable lots, lot lines, maps, separate true-ups and the Methodology Report. Mr. Wrathell recapped that, when the Supplemental Methodology Report is updated, it will reflect

the breakout of the two stock entities, Tables 1 and 7, and, based on the current discussions, there will be separate true-ups and separate Acquisition Agreements for the two Stock entities. Mr. Johnson asked how difficult it would be to have a legal description for each true-up agreement that is recorded. Mr. Barraco replied that they would be done but, as the lots are not contiguous, there would be one for each lot. Mr. Johnson stated that he was not troubled by the lack of contiguity, provided a recordable document is generated. Mr. Wrathell stated, since there will be separate Acquisition Agreements for each entity, there must also be corresponding exhibits; therefore, Mr. Barraco must adjust a few maps to reflect the breakout of the two Stock entities. Mr. Barraco would revise the maps in the Engineer’s Report and forward a copy to Mr. Johnson in order for him to amend the Acquisition Agreements.

Mr. Wrathell presented the Uniform Collection Interlocal Agreement with the Lee County Property Appraiser. The County will charge an administrative fee of \$1 per parcel.

On MOTION by Mr. Ernst and seconded by Mr. Hasty, with all in favor, the Uniform Collection Interlocal Agreement by and between WildBlue CDD and Kenneth M. Wilkinson, Lee County Property Appraiser, was approved.

EIGHTH ORDER OF BUSINESS

Consideration of Uniform Collection with Lee County Tax Collector

Mr. Wrathell presented the Uniform Collection Agreement by and between the CDD and the Lee County Tax Collector. The cost would be \$1.47 per parcel. In response to Mr. Caldwell’s question, Mr. Wrathell stated that the Collection Agreements auto-renew.

On MOTION by Mr. Caldwell and seconded by Mr. Ernst, with all in favor, the Uniform Collection Agreement by and between WildBlue CDD and the Lee County Tax Collector, was approved.

NINTH ORDER OF BUSINESS

Approval of Unaudited Financial Statements as of January 31, 2019

Mr. Wrathell presented the Unaudited Financial Statements as of January 31, 2019.

On MOTION by Mr. Ernst and seconded by Mr. Hasty, with all in favor, the Unaudited Financial Statements as of January 31, 2019, were approved.

Mr. Wrathell presented the January 24, 2019 Public Hearings and Regular Meeting Minutes.

On MOTION by Mr. Caldwell and seconded by Mr. Ernst, with all in favor, the January 24, 2019 Public Hearings and Regular Meeting Minutes, as presented, were approved.

ELEVENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Hopping, Green & Sams, P.A.*

There being no report, the next item followed.

B. District Engineer: *Barraco and Associates, Inc.*

Mr. Barraco reported that infrastructure construction was ongoing and everything was proceeding nicely.

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

NEXT MEETING: April 4, 2019 at 11:00 A.M.

The next meeting will be held on April 4, 2019 at 11:00 a.m.

TWELFTH ORDER OF BUSINESS

Board Members' Comments/Requests

There being no Board Member comments or requests, the next item followed.

THIRTEENTH ORDER OF BUSINESS

Public Comments

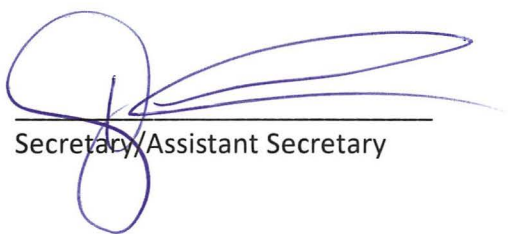
There being no public comments, the next item followed.

FOURTEENTH ORDER OF BUSINESS

Adjournment

There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. Ernst and seconded by Mr. Hasty, with all in favor, the meeting adjourned at 11:54 a.m.



Secretary/Assistant Secretary



Chair/Vice Chair