

***BRIGHTWATER COMMUNITY
DEVELOPMENT DISTRICT***

Advanced Meeting Package

***Board of Supervisor
Regular Meeting***

***Wednesday,
August 28, 2019***

11:00 a.m.

***Hyatt Place Fort Myers
at the Forum
2600 Champion Ring Road
Fort Myers FL 33905***

Note: The Advanced Meeting Package is a working document and thus all materials are considered **DRAFTS** prior to presentation and Board acceptance, approval or adoption.

BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT AGENDA

District Board of Supervisors	Mike Lawson Doug Draper Lori Price Christie Ray	Chairman Vice Chairman Assistant Secretary Assistant Secretary
District Manager	Paul Cusmano	DPFG
District Attorney	John Vericker	Straley Robin Vericker
District Engineer	Tonja Stewart	Stantec Consulting Services, Inc.

All cellular phones and pagers must be turned off during the meeting.

The District Agenda is comprised of six different sections:

The first section which is called **Audience Questions and Comments**. The Audience Comment portion of the agenda is where individuals may comment on matters that concern the District. Each individual is limited to three (3) minutes for such comment. The Board of Supervisors or Staff is not obligated to provide a response until sufficient time for research or action is warranted. **IF THE COMMENT CONCERNS A MAINTENANCE RELATED ITEM, THE ITEM WILL NEED TO BE ADDRESSED BY THE DISTRICT MANAGER OUTSIDE THE CONTEXT OF THIS MEETING.** The second section is called **Administrative Matters** and contains items that require the review and approval of the District Board of Supervisors as a normal course of business. The third section is called **Business Matters**. The business matters section contains items for approval by the District Board of Supervisors that may require discussion, motion and votes on an item-by-item basis. Occasionally, certain items for decision within this section are required by Florida Statute to be held as a Public Hearing. During the Public Hearing portion of the agenda item, each member of the public will be permitted to provide one comment on the issue, prior to the Board of Supervisors' discussion, motion and vote. Agendas can be reviewed by contacting the Manager's office at (813) 374-9105 at least seven days in advance of the scheduled meeting. Requests to place items on the agenda must be submitted in writing with an explanation to the District Manager at least fourteen (14) days prior to the date of the meeting. The fourth section is called **Staff Reports**. This section allows the District Manager and Maintenance Supervisor to update the Board of Supervisors on any pending issues that are being researched for Board action. The fifth section which is called **Audience Comments on Other Items** provides members of the Audience the opportunity to comment on matters of concern to them that were not addressed during the meeting. The same guidelines used during the first audience comment section will apply here as well. The final section is called **Supervisor Requests**. This is the section in which the Supervisors may request Staff to prepare certain items in an effort to meet residential needs.

Public workshops sessions may be advertised and held in an effort to provide informational services. These sessions allow staff or consultants to discuss a policy or business matter in a more informal manner and allow for lengthy presentations prior to scheduling the item for approval. Typically no motions or votes are made during these sessions.

Pursuant to provisions of the Americans with Disabilities Act, any person requiring special accommodations to participate in this meeting is asked to advise the District Office at (813) 374-9105, at least 48 hours before the meeting. If you are hearing or speech impaired, please contact the Florida Relay Service at 1 (800) 955-8770, who can aid you in contacting the District Office.

Any person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that this same person will need a record of the proceedings and that accordingly, the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which the appeal is to be based.

BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT

Date of Meeting: Wednesday August 28, 2019
Time: 11:00 a.m.
Location Hyatt Place Fort Myers at the Forum
2600 Champion Ring Road
Fort Myers FL 33905

Conference Call No: 563-999-2090
Code: 686859#

Business Meeting Agenda

I. Roll Call

II. Audience Comments

II. Consent Agenda

- A. Approval of the Minutes from the May 29, 2019 Regular Meeting **Exhibit 1**
- B. Acceptance of the May, June & July 2019 Financial Statements **Exhibit 2**

IV. Business Matters

- A. Fiscal Year 2019-2020 Budget Public Hearing
 - 1. Open Public Hearing
 - 2. Review Budget **Exhibit 3**
 - 3. Audience Comments
 - 4. Close Public Hearing
 - 5. Consideration and Adoption of Resolution 2019-05 Adopting the FY 2019-2020 Budget **Exhibit 4**
 - Budget Funding Agreement **Exhibit 5**
- B. Consideration and Adoption of Resolution 2019-06 Meeting Dates, Time and Location for FY 2020 **Exhibit 6**

V. Staff Reports

- A. District Manager
- B. District Counsel
- C. District Engineer

VI. Supervisor Requests

VII. Adjournment

EXHIBIT 1.

1 **MINUTES OF CONTINUED MEETING**
2 **BRIGHTWATER**
3 **COMMUNITY DEVELOPMENT DISTRICT**
4

5 The Continued Meeting of the Board of Supervisors of the Brightwater Community Development
6 District was held on Wednesday, May 29, 2019 at 11:00 a.m. at Holiday Inn Express & Suites, 3427
7 Forum Boulevard, Fort Myers, Florida 33905 and is a continuation of the meeting held on May 22, 2019.
8

9 **FIRST ORDER OF BUSINESS – Roll Call**

10 Mr. Cusmano called the meeting to order and conducted roll call.

11 Present and constituting a quorum were:

12 Mike Lawson	Board Supervisor, Chairman
13 Lori Price	Board Supervisor, Assistant Secretary
14 Christie Ray (<i>via phone</i>)	Board Supervisor, Assistant Secretary

15 Also present were:

16 Paul Cusmano	District Manager, DPFM Management & Consulting LLC
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17

18 *The following is a summary of the discussions and actions taken at the May 29, 2019 Brightwater CDD*
19 *Board of Supervisors Continued Meeting.*
20

21 **SECOND ORDER OF BUSINESS – Audience Comments**

22 There being none, the next item followed.

23 **THIRD ORDER OF BUSINESS – Consent Agenda**

24 A. Exhibit 1: Approval of the Minutes from the April 17, 2019 Regular Meeting

25 B. Exhibit 2: Acceptance of the April 2019 Financial Statements

26 On a MOTION by Mr. Lawson, SECONDED by Ms. Price, WITH ALL IN FAVOR, the Board approved 27 Exhibits 1 & 2 of the Consent Agenda for the Brightwater Community Development District.

28 **FOURTH ORDER OF BUSINESS – Business Matters**

29 A. Exhibit 3: Discussion of the FY 2019-2020 Proposed Budget

30 On a MOTION by Mr. Lawson, SECONDED by Ms. Ray, WITH ALL IN FAVOR, the Board accepted 31 the FY 2019-2020 Proposed Budget for the Brightwater Community Development District.

32 B. Exhibit 4: Consideration and Adoption of Resolution 2019-04 Approving the FY 2019-2020
33 Proposed Budget and Setting the Public Hearing

34 On a MOTION by Mr. Lawson, SECONDED by Ms. Ray, WITH ALL IN FAVOR, the Board adopted 35 Resolution 2019-04 Approving the FY 2019-2020 Proposed Budget and Setting the Public Hearing for 36 August 24, 2019 for the Brightwater Community Development District.
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- 37 C. Exhibit 5: Lee County Letter – Number of Registered Voters for Brightwater – 0
- 38 D. Exhibit 6: Consideration of Landscape and Pond Contracts

39 **FIFTH ORDER OF BUSINESS – Staff Reports**

- 40 A. District Manager
 - 41 1. Exhibit 7: Presentation of the Road to ADA Compliance
- 42 B. District Counsel
- 43 C. District Engineer

44 **SIXTH ORDER OF BUSINESS – Supervisor Requests**

45 There being none, the next item followed.

46 **SEVENTH ORDER OF BUSINESS – Adjournment**

47 Mr. Cusmano asked for final questions, comments, or corrections before adjourning the meeting.
48 There being none, Mr. Lawson made a motion to adjourn the meeting.

49 On a MOTION by Mr. Lawson, SECONDED by Ms. Ray, WITH ALL IN FAVOR, the Board adjourned
50 the meeting for the Brightwater Community Development District.

51 **Each person who decides to appeal any decision made by the Board with respect to any matter*
52 *considered at the meeting is advised that person may need to ensure that a verbatim record of the*
53 *proceedings is made, including the testimony and evidence upon which such appeal is to be based.*

54

55 **Meeting minutes were approved at a meeting by vote of the Board of Supervisors at a publicly noticed**
56 **meeting held on _____.**

57

Signature

Signature

58

Printed Name

Printed Name

59

60 **Title:** **Secretary** **Assistant Secretary**

Title: **Chairman** **Vice Chairman**

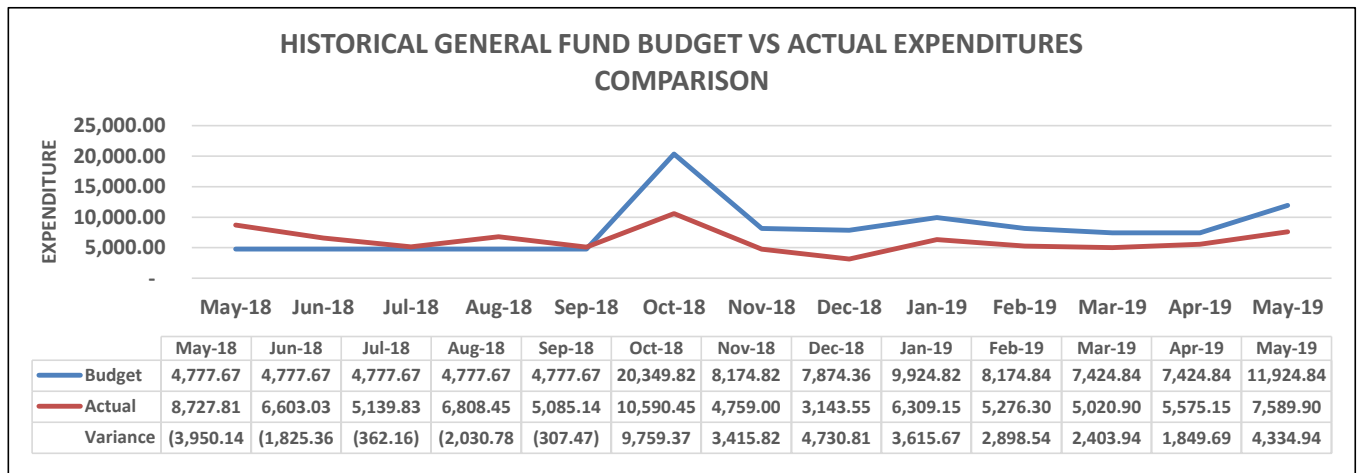
EXHIBIT 2.

Brightwater CDD
Financial Report Summary - General Fund & Construction Fund
5/31/2019

For The Period Ending :	GENERAL FUND 5/31/2019	CONSTRUCTION 5/31/2019
CASH BALANCE	\$ 5,292	\$ 40,926
PLUS: ACCOUNTS RECEIVABLE	2,085	16,192
LESS: ACCOUNTS PAYABLE	(7,043)	(57,118)
NET CASH BALANCE	\$ 334	\$ -

GENERAL FUND REVENUE AND EXPENDITURES (FY 2019 YTD):			
	5/31/2019 ACTUAL YEAR-TO-DATE	5/31/2019 BUDGET YEAR-TO-DATE	FAVORABLE (UNFAVORABLE) VARIANCE
REVENUE (YTD) COLLECTED	\$ 49,907	\$ 79,324	\$ (29,415)
EXPENDITURES (YTD)	(50,099)	(86,824)	36,725
NET OPERATING CHANGE	\$ (191)	\$ (7,500)	\$ 7,309
AVERAGE MONTHLY EXPENDITURES	\$ 6,262	\$ 10,853	\$ 4,591
PROJECTED EOY BASED ON AVERAGE	\$ 75,148	\$ 116,523	\$ 41,375

GENERAL FUND SIGNIFICANT FINANCIAL ACTIVITY:			
	5/31/2019 ACTUAL YEAR-TO-DATE	5/31/2019 BUDGET YEAR-TO-DATE	FAVORABLE (UNFAVORABLE) VARIANCE
REVENUE:			
DEVELOPER FUNDING	49,886	79,324	(29,438)
MISCELLANEOUS REVENUE	22	-	22
TOTAL REVENUES	49,908	79,324	(29,415)
EXPENDITURES:			
ADMINISTRATIVE EXPENDITURES	50,099	86,824	36,725
TOTAL EXPENDITURES	\$ 50,099	\$ 86,824	\$ 36,725



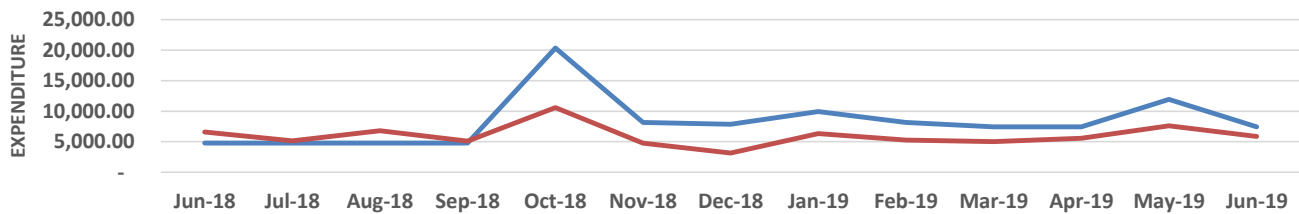
Brightwater CDD
Financial Report Summary - General Fund & Construction Fund
6/30/2019

For The Period Ending :	GENERAL FUND 6/30/2019	CONSTRUCTION 6/30/2019
CASH BALANCE	\$ 2,590	\$ -
PLUS: ACCOUNTS RECEIVABLE	-	-
LESS: ACCOUNTS PAYABLE	(1,993)	-
NET CASH BALANCE	\$ 598	\$ -

GENERAL FUND REVENUE AND EXPENDITURES (FY 2019 YTD):	6/30/2019 ACTUAL YEAR-TO-DATE	6/30/2019 BUDGET YEAR-TO-DATE	FAVORABLE (UNFAVORABLE) VARIANCE
REVENUE (YTD) COLLECTED	\$ 55,403	\$ 87,498	\$ (32,094)
EXPENDITURES (YTD)	(55,331)	(94,248)	38,918
NET OPERATING CHANGE	\$ 72	\$ (6,750)	\$ 6,822
AVERAGE MONTHLY EXPENDITURES	\$ 6,148	\$ 10,472	\$ 4,324
PROJECTED EOY BASED ON AVERAGE	\$ 73,774	\$ 116,523	\$ 42,749

GENERAL FUND SIGNIFICANT FINANCIAL ACTIVITY:	6/30/2019 ACTUAL YEAR-TO-DATE	6/30/2019 BUDGET YEAR-TO-DATE	FAVORABLE (UNFAVORABLE) VARIANCE
REVENUE:			
DEVELOPER FUNDING	55,377	87,498	(32,122)
MISCELLANEOUS REVENUE	27	-	27
TOTAL REVENUES	55,403	87,498	(32,094)
EXPENDITURES:			
ADMINISTRATIVE EXPENDITURES	55,331	94,248	38,918
TOTAL EXPENDITURES	\$ 55,331	\$ 94,248	\$ 38,918

**HISTORICAL GENERAL FUND BUDGET VS ACTUAL EXPENDITURES
COMPARISON**



	Jun-18	Jul-18	Aug-18	Sep-18	Oct-18	Nov-18	Dec-18	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19
Budget	4,777.67	4,777.67	4,777.67	4,777.67	20,349.82	8,174.82	7,874.36	9,924.82	8,174.84	7,424.84	7,424.84	11,924.84	7,424.84
Actual	6,603.03	5,139.83	6,808.45	5,085.14	10,590.45	4,759.00	3,143.55	6,309.15	5,276.30	5,020.90	5,575.15	7,589.90	5,847.10
Variance	(1,825.36)	(362.16)	(2,030.78)	(307.47)	9,759.37	3,415.82	4,730.81	3,615.67	2,898.54	2,403.94	1,849.69	4,334.94	1,577.74

Brightwater CDD
Financial Report Summary - General Fund & Construction Fund
7/31/2019

For The Period Ending :	GENERAL FUND 7/31/2019	CONSTRUCTION 7/31/2019
CASH BALANCE	\$ 548	\$ -
PLUS: ACCOUNTS RECEIVABLE	-	12,680
LESS: ACCOUNTS PAYABLE	(125)	(12,680)
NET CASH BALANCE	\$ 423	\$ -

GENERAL FUND REVENUE AND EXPENDITURES (FY 2019 YTD):	7/31/2019 ACTUAL YEAR-TO-DATE	7/31/2019 BUDGET YEAR-TO-DATE	FAVORABLE (UNFAVORABLE) VARIANCE
REVENUE (YTD) COLLECTED	\$ 60,153	\$ 100,173	\$ (40,019)
EXPENDITURES (YTD)	(60,256)	(101,673)	41,418
NET OPERATING CHANGE	\$ (102)	\$ (1,500)	\$ 1,398
AVERAGE MONTHLY EXPENDITURES	\$ 6,026	\$ 10,167	\$ 4,142
PROJECTED EOY BASED ON AVERAGE	\$ 72,307	\$ 116,523	\$ 44,216

GENERAL FUND SIGNIFICANT FINANCIAL ACTIVITY:	7/31/2019 ACTUAL YEAR-TO-DATE	7/31/2019 BUDGET YEAR-TO-DATE	FAVORABLE (UNFAVORABLE) VARIANCE
REVENUE:			
DEVELOPER FUNDING	60,127	100,173	(40,047)
MISCELLANEOUS REVENUE	28	-	28
TOTAL REVENUES	60,153	100,173	(40,019)
EXPENDITURES:			
ADMINISTRATIVE EXPENDITURES	60,256	101,673	41,418
TOTAL EXPENDITURES	\$ 60,256	\$ 101,673	\$ 41,418

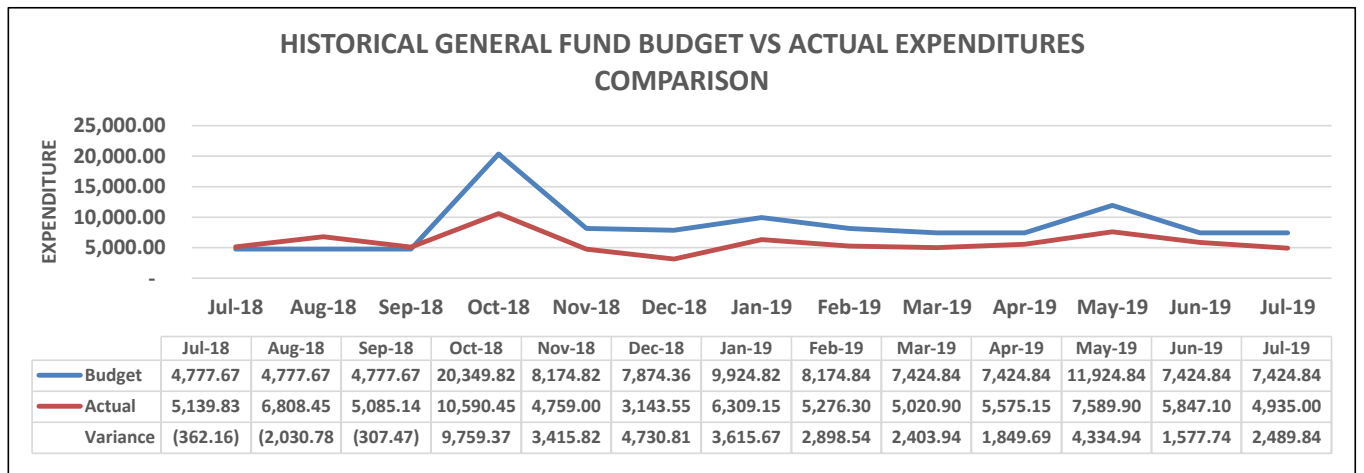


EXHIBIT 3.

**STATEMENT 1
BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT
FY 2020 PROPOSED BUDGET - GENERAL FUND (O&M)**

	FY 2019 BUDGET	FY 2019 YTD	FY 2020 PROPOSED	VARIANCE 2019-2020
I. REVENUE				
GENERAL FUND REVENUE /(1)	\$ 116,523	\$ 33,943	\$ 234,873	\$ 118,350
TOTAL REVENUE	116,523	33,943	234,873	118,350
II. EXPENDITURES				
GENERAL ADMINISTRATIVE:				
SUPERVISORS COMPENSATION	12,000	-	12,000	-
PAYROLL TAXES	918	-	918	-
PAYROLL PROCESSING	660	63	660	-
MANAGEMENT CONSULTING SERVICES	21,000	10,500	21,000	-
CONSTRUCTION ACCOUNTING SERVICES	9,000	-	9,000	-
PLANNING, COORDINATING & CONTRACT SERVICES	36,000	18,000	36,000	-
ADMINISTRATIVE SERVICES	3,500	-	3,500	-
BANK FEES	300	43	300	-
MISCELLANEOUS	500	-	500	-
AUDITING SERVICES	4,500	-	3,500	(1,000)
TRAVEL PER DIEM	-	-	-	-
INSURANCE	4,000	2,550	2,805	(1,195)
REGULATORY AND PERMIT FEES	175	200	175	-
LEGAL ADVERTISEMENTS	2,000	535	2,000	-
ENGINEERING SERVICES	4,000	-	4,000	-
LEGAL SERVICES	7,500	1,500	7,500	-
WEBSITE HOSTING	720	380	2,265	1,545
TOTAL GENERAL ADMINISTRATIVE	106,773	33,772	106,123	(650)
DEBT ADMINISTRATION:				
DISSEMINATION AGENT	1,000	-	5,000	4,000
TRUSTEE FEES	8,000	-	8,000	-
ARBITRAGE	750	-	750	-
TOTAL DEBT ADMINISTRATION	9,750	-	13,750	4,000

**STATEMENT 1
BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT
FY 2020 PROPOSED BUDGET - GENERAL FUND (O&M)**

	FY 2019	FY 2019	FY 2020	VARIANCE
PHYSICAL ENVIRONMENT EXPENDITURES:				
STREETPOLE LIGHTING	-	-	30,000	30,000
ELECTRICITY (IRRIGATION & POND PUMP)	-	-	7,000	7,000
WATER	-	-	-	-
LANDSCAPE MAINTENANCE PHASE 2	-	-	25,000	25,000
LANDSCAPE REPLINISHMENT	-	-	10,000	10,000
IRRIGATION MAINTENANCE	-	-	10,000	10,000
IRRIGATION MAINTENANCE	-	-	-	-
MITIGATION MONITORING & MAINTENANCE	-	-	-	-
PET WASTE REMOVAL	-	-	-	-
SIGNAGE	-	-	-	-
SECURITY	-	-	10,000	10,000
POND MAINTENANCE	-	-	15,000	15,000
POND EROSION	-	-	-	-
GATE MAINTENANCE	-	-	-	-
CARD ACCESS & FOBS	-	-	-	-
COMPREHENSIVE FIELD TECH SERVICES	-	-	8,000	8,000
HOLIDAY DECORATION/EVENTS	-	-	-	-
TOTAL PHYSICAL ENVIRONMENT EXPENDITURES	-	-	115,000	115,000
AMENITY CENTER OPERATIONS:				
TOTAL AMENITY CENTER OPERATIONS	-	-	-	-
TOTAL EXPENDITURES	116,523	33,772	234,873	118,350
III. EXCESS OF REVENUE OVER (UNDER) EXPENDITURES				
FUND BALANCE - BEGINNING	-	526	-	-
FUND BALANCE - ENDING	\$ -	\$ 526	\$ -	\$ -

Footnote:

(1) Revenue collections from County tax collector and/or budget funding agreement as needed only based on actual expenditures. Draws upon budget funding agreement can only be based on actual expenditures.

STATEMENT 2

BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT

CONTRACT SUMMARY

FINANCIAL STATEMENT CATEGORY	SERVICE PROVIDER (VENDOR)	SERVICE PROVIDED	CONTRACT/ AGREEMENT YES/NO	ANNUAL AMOUNT OF CONTRACT	PAYMENT SCHEDULE	COMMENTS (SCOPE OF SERVICE)
EXPENDITURES ADMINISTRATIVE:						
SUPERVISORS COMPENSATION	NA	NA	NA	12,000	MONTHLY	5 supervisors
PAYROLL TAXES	NA	NA	NA	918	MONTHLY	7.65% of total payroll
PAYROLL PROCESSING	Innovative	NA	NA	660	MONTHLY	\$50 per payroll plus \$60 year end processing
MANAGEMENT CONSULTING SRVS	DPFG	DISTRICT MGMT.	YES	21,000	MONTHLY	District Mgmt.
CONSTRUCTION ACCOUNTING SERVICES	DPFG	COORDINATE SVCS	NA	9,000	MONTHLY	Consulting Service
PLANNING, COORDINATING, & CONTRACT SERVICES	DPFG	OFFICE EXPENSES	YES	36,000	MONTHLY	
ADMINISTRATIVE SERVICES			NA	3,500	MONTHLY	Administrative Services
BANK FEES			NA	300	QUARTERLY	
MISCELLANEOUS	Dibartolomeo	ANNUAL AUDIT	YES	500	ANNUALLY	AS needed
AUDITING SERVICES			NA	3,500	MONTHLY	
TRAVEL PER DIEM	PGIT	INSURANCE	YES	-	ANNUALLY	
INSURANCE	Florida	ANNUAL FILING FEE	REQUIRED	2,805	ANNUALLY	
REGULATORY & PERMIT FEES	TIME PUBLISHING	PUBLIC NOTICE	NO	175	RANDOM	
LEGAL ADVERTISEMENTS	STANTEC	DISTRICT ENGINEER	YES	2,000	RANDOM	
ENGINEERING SERVICES	STRALEY & ROBIN	DISTRICT ATTORNEY	YES	4,000	RANDOM	
LEGAL SERVICES				7,500		
WEBSITE HOSTING				2,265	MONTHLY	
EXPENDITURES DEBT ADMINISTRATION:						
DISSEMINATION AGENT				5,000	ANNUAL	
TRUSTEE FEES				8,000	ANNUAL	US BANK
ARBITRAGE				750		Arbitrage as required by the Trust Indenture

PHYSICAL ENVIRONMENT EXPENDITURES:						
STREETPOLE LIGHTING				30,000		Solar lights 36K deposit- Gig Fiber 50 lights \$600/light assume 1 light every 150' - 200
ELECTRICITY (IRRIGATION & POND PUMP)				7,000		Estimate
WATER						
LANDSCAPE MAINTENANCE PHASE 2				25,000		Budget - Pending site meeting/bid
LANDSCAPE REPLINISHMENT				10,000		
IRRIGATION MAINTENANCE				10,000		
IRRIGATION MAINTENANCE				-		
MITIGATION MONITORING & MAINTENANCE				-		
PET WASTE REMOVAL				-		
SIGNAGE				-		
SECURITY				10,000		Split 1/2 with SBN
POND MAINTENANCE				15,000		
POND EROSION				-		
GATE MAINTENANCE				-		
CARD ACCESS & FOBS				-		
COMPREHENSIVE FIELD TECH SERVICES				8,000		
HOLIDAY DECORATION/EVENTS				-		\$5,000 allowance for holiday decorations and \$2k for event
PHYSICAL ENVIRONMENT CONTINGENCY				-		Need to add number
AMENITY CENTER OPERATIONS:						
POOL SERVICE CONTRACT				-		
POOL PERMITS				-		
AMENITY MANAGEMENT				-		
AMENITY CENTER POWER WASH				-		
AMENITY CENTER CLEANING & MAINTENANCE				-		
AMENITY CENTER INTERNET				-		
AMENITY CENTER ELCTRIC				-		
AMENITY CENTER WATER				-		
AMENITY CENTER PEST CONTROL				-		
REFUSE SERVICE				-		
AMENITY CENTER LANDSCAPE MAINTENANCE				-		
AMENITY CENTER LANDSCAPE INFILL				-		
AMENITY CENTER CONTINGENCY				-		

EXHIBIT 4.

RESOLUTION 2019-05

THE ANNUAL APPROPRIATION RESOLUTION OF THE BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT RELATING TO THE ANNUAL APPROPRIATIONS AND ADOPTING THE BUDGET FOR THE FISCAL YEAR BEGINNING OCTOBER 1, 2019, AND ENDING SEPTEMBER 30, 2020; APPROVING A BUDGET FUNDING AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the District Manager has, prior to the fifteenth (15th) day in June, 2019, submitted to the Board of Supervisors (the “**Board**”) a proposed budget for the next ensuing budget year (the “**Proposed Budget**”), along with an explanatory and complete financial plan for each fund of the Brightwater Community Development District (the “**District**”), pursuant to the provisions of Section 190.008(2)(a), Florida Statutes; and

WHEREAS, at least sixty (60) days prior to the adoption of the Proposed Budget, the District filed a copy of the Proposed Budget with the local governing authorities having jurisdiction over the area included in the District pursuant to the provisions of Section 190.008(2)(b), Florida Statutes; and

WHEREAS, the Board set August 28, 2019 at 11:00 am, as the date and time for a public hearing thereon and caused notice of such public hearing to be given by publication pursuant to Section 190.008(2)(a), Florida Statutes; and

WHEREAS, the District Manager posted the Proposed Budget on the District’s website at least two days before the public hearing; and

WHEREAS, Section 190.008(2)(a), Florida Statutes, requires that, prior to October 1, of each year, the District Board by passage of the Annual Appropriation Resolution shall adopt a budget for the ensuing fiscal year and appropriate such sums of money as the Board deems necessary to defray all expenditures of the District during the ensuing fiscal year; and

WHEREAS, the Proposed Budget projects the cash receipts and disbursements anticipated during a given time period, including reserves for contingencies for emergency or other unanticipated expenditures during the fiscal year; and

WHEREAS, in order for the Developer to fund a portion of the Budget, the Board desires to approve a form of the Budget Funding Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT:

Section 1. Budget

- a. That the Board of Supervisors has reviewed the Proposed Budget, a copy of which is on file with the office of the District Manager and at the District’s Records Office, and hereby approves certain amendments thereto, as shown below.

- b. That the Proposed Budget as amended by the Board attached hereto as **Exhibit A**, is hereby adopted in accordance with the provisions of Section 190.008(2)(a), Florida Statutes, and incorporated herein by reference; provided, however, that the comparative figures contained in the adopted budget may be subsequently revised as deemed necessary by the District Manager to reflect actual revenues and expenditures for fiscal year 2018/2019 and/or revised projections for fiscal year 2019/2020.
- c. That the adopted budget, as amended, shall be maintained in the office of the District Manager and at the District’s Records Office and identified as “The Budget for the Brightwater Community Development District for the Fiscal Year Beginning October 1, 2019, and Ending September 30, 2020,” as adopted by the Board of Supervisors on August 28, 2019.
- d. The final adopted budget shall be posted by the District Manager on the District’s official website within thirty (30) days after adoption.

Section 2. Appropriations

There is hereby appropriated out of the revenues of the District, for the fiscal year beginning October 1, 2019, and ending September 30, 2020, the sum of \$_____ to be raised by the levy of assessments and otherwise, which sum is deemed by the Board to be necessary to defray all expenditures of the District during said budget year, to be divided and appropriated in the following fashion:

TOTAL GENERAL FUND	\$ _____
TOTAL ALL FUNDS	\$ _____*

*Not inclusive of any collection costs.

Section 3. Budget Amendments

Pursuant to Section 189.016, Florida Statutes, the District at any time within the fiscal year or within 60 days following the end of the fiscal year may amend its budget for that fiscal year as follows:

- a. The Board may authorize an increase or decrease in line item appropriations within a fund by motion recorded in the minutes if the total appropriations of the fund do not increase.
- b. The District Manager or Treasurer may authorize an increase or decrease in line item appropriations within a fund if the total appropriations of the fund do not increase and if the aggregate change in the original appropriation item does not exceed \$10,000 or 10% of the original appropriation.
- c. By resolution, the Board may increase any appropriation item and/or fund to reflect receipt of any additional unbudgeted monies and make the corresponding change to appropriations or the unappropriated balance.

- d. Any other budget amendments shall be adopted by resolution and consistent with Florida law.

The District Manager or Treasurer must establish administrative procedures to ensure that any budget amendments are in compliance with this section and Section 189.016 of the Florida Statutes, among other applicable laws. Among other procedures, the District Manager or Treasurer must ensure that any amendments to budget(s) under subparagraphs c. and d. above are posted on the District’s website within 5 days after adoption.

Section 4. Budget Funding Agreement

The form of the Budget Funding Agreement, attached as **Exhibit B** hereto, is hereby approved in order to fund the Developer’s portion of the budget for Fiscal Year 2019/2020.

Section 5. Effective Date.

This Resolution shall take effect upon the passage and adoption of this Resolution by the Board.

PASSED AND ADOPTED THIS 28TH DAY OF AUGUST, 2019.

ATTEST:

**BRIGHTWATER COMMUNITY
DEVELOPMENT DISTRICT**

By: _____
Name: Paul Cusmano
Secretary/Assistant Secretary

By: _____
Michael Lawson
Chair of the Board of Supervisors

Exhibit A: FY 2019/2020 Budget
Exhibit B: Budget Funding Agreement

EXHIBIT 5.

Budget Funding Agreement

Fiscal Year 2019/2020

This Agreement is made and entered into this 28th day of August, 2019, by and between the **Brightwater Community Development District**, a local unit of special-purpose government established pursuant to Chapter 190, Florida Statutes, and located in Lee County, Florida (hereinafter "**District**"), and **North Brook Holdings, LLC**, a Florida limited liability company (hereinafter "**Developer**").

Recitals

WHEREAS, the District is a local unit of special-purpose government established pursuant to Chapter 190, Florida Statutes and located in Lee County, Florida, for the purpose of planning, financing, constructing, operating and/or maintaining certain infrastructure ; and

WHEREAS, the District, pursuant to Chapter 190, Florida Statutes, is authorized to levy such taxes, special assessments, fees and other charges as may be necessary in furtherance of the District's activities and services; and

WHEREAS, Developer presently owns real property within the District, which property will benefit from the timely construction and acquisition of the District's facilities, activities and services and from the continued operations of the District; and

WHEREAS, the District is adopting its general fund budget for the Fiscal Year 2019/2020, which year commences on October 1, 2019 and concludes on September 30, 2020; and

WHEREAS, the District will need a funding mechanism to enable it to proceed with its operations and services during Fiscal Year 2019/2020 as described in **Exhibit "A"** attached hereto; and

WHEREAS, the Developer desires to provide such funds, as are necessary, to the District to proceed with its operations and services for Fiscal Year 2019/2020, as described in Exhibit "A," and as may be amended from time to time by the District.

NOW, THEREFORE, based upon good and valuable consideration and the mutual covenants of the parties, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. The Developer agrees to make available to the District the monies necessary for the operation of the District as called for in the budget attached hereto as Exhibit "A", as may be amended from time to time, within thirty (30) days of written request by the District. The monies to be funded by the Developer will be the difference between any actual on-roll and other non-off roll revenues received by the District minus the actual expenditures incurred by the District and will be provided on an "as needed" basis only. The funds shall be placed in the District's general

checking account. These payments are made by the Developer in lieu of taxes, fees or assessments which might otherwise be levied or imposed by the District. However, at the end of each fiscal year if it is determined there is a surplus that is related to the deficit funding provided by the Developer; the Developer will be entitled to a return of such funds up to the total amount deficit funded.

2. The parties hereto recognize that a portion of the aforereferenced operating expenses may be required in support of the District's effort to implement its capital improvements program which are to be financed in the form of note(s), bond(s) or future developer advances and as such may be considered to be reimbursable expenses. The District agrees that upon the issuance of its note(s) or bonds(s) that there will be included an amount sufficient to reimburse the Developer for a portion of the advances made pursuant to this agreement and such reimbursement will be made within thirty (30) days of receiving the proceeds of the note(s) or bond(s). The advances made pursuant to this agreement and reimbursement of same will not include any interest charge since it is anticipated that the District will proceed in a timely fashion to obtain its note(s) or bond(s).

3. This instrument shall constitute the final and complete expression of the agreement between the parties relating to the subject matter of this Agreement. Amendment to and waivers of the provisions contained in this Agreement may be made only by an instrument in writing which is executed by both of the parties hereto.

4. The execution of this Agreement has been duly authorized by the appropriate body or official of all parties hereto, each party has complied with all the requirements of law, and each party has full power and authority to comply with the terms and provisions of this instrument.

5. This Agreement may be assigned, in whole or in part by either party only upon the written consent of the other. Any purported assignment without such written consent shall be void.

6. A default by either party under this Agreement shall entitle the other to all remedies available at law or in equity, which shall include, but not be limited to, the right of damages and specifically including the ability of the District to enforce any and all payment obligations under this Agreement through the imposition and enforcement of a contractual or other lien on property owned by the Developer.

7. In the event that either party is required to enforce this Agreement by court proceedings or otherwise, then the parties agree that the prevailing party shall be entitled to recover from the other all costs incurred, including reasonable attorneys' fees and costs for, trial alternative dispute resolution, or appellate proceedings.

8. This Agreement is solely for the benefit of the formal parties herein and no right or cause of action shall accrue upon or by reason hereof, to or for the benefit of any third party not a formal party hereto. Nothing in this Agreement expressed or implied is

intended or shall be construed to confer upon any person or corporation other than the parties hereto any right, remedy or claim under or by reason of this Agreement or any provisions or conditions hereof; and all of the provisions, representations, covenants and conditions herein contained shall inure to the sole benefit of and shall be binding upon the parties hereto and their respective representatives, successors and assigns.

9. This Agreement and the provisions contained herein shall be construed, interpreted and controlled according to the laws of the State of Florida.

10. This Agreement has been negotiated fully between the parties as an arm's length transaction. The parties participated fully in the preparation of this Agreement with the assistance of their respective counsel. In the case of a dispute concerning the interpretation of any provision of this Agreement, the parties are each deemed to have drafted, chosen and selected the language, and the doubtful language will not be interpreted or construed against any party.

11. The Agreement shall be effective after execution by both parties hereto.

IN WITNESS WHEREOF, the parties execute this agreement the day and year first written above.

Attest:

**Brightwater Community
Development District**

Paul Cusmano
Secretary/Assistant Secretary

By: _____
Michael Lawson
Chair of the Board of Supervisors

North Brook Holdings, LLC
a Florida limited liability company

Witness

By: _____
John Ryan
Managing Member

Witness

Exhibit "A" – Fiscal Year 2019/2020 General Fund Budget

EXHIBIT 6.

RESOLUTION 2019-06

A RESOLUTION OF THE BOARD OF SUPERVISORS OF BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT DESIGNATING DATES, TIME AND LOCATION FOR REGULAR MEETINGS OF THE BOARD OF SUPERVISORS AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, Brightwater Community Development District (hereinafter the “District”) is a local unit of special-purpose government created and existing pursuant to Chapter 190, Florida Statutes, being situated entirely within the Lee County, Florida; and

WHEREAS, the District’s Board of Supervisors (hereinafter the “Board”), is statutorily authorized to exercise the powers granted to the District, but has not heretofore met; and

WHEREAS, all meetings of the Board shall be open to the public and governed by the provisions of Chapter 286, Florida Statutes; and

WHEREAS, the District is required by Florida law to prepare an annual schedule of its regular public meetings which designates the date, time, and location of the District’s meetings.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF BRIGHTWATER COMMUNITY DEVELOPMENT DISTRICT THAT:

Section 1. The annual public meeting schedule of the Board of Supervisors of the for the Fiscal Year 2019/2020 attached hereto and incorporated by reference herein as **Exhibit A** is hereby approved and will be published and filed in accordance with the requirements of Florida law.

Section 2. The District Manager is hereby directed to submit a copy of the Fiscal Year 2019/2020 annual public meeting schedule to Lee County.

Section 3. This Resolution shall become effective immediately upon its adoption.

PASSED AND ADOPTED THIS 28TH DAY OF AUGUST, 2019.

ATTEST:

**BRIGHTWATER
COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/ Assistant Secretary
Print Name: Paul Cusmano

Chair/ Vice Chair
Print Name: Mike Lawson

EXHIBIT A

**Notice of Meeting Schedule
Fiscal Year 2020
Brightwater Community Development District**

As required by Chapters 189 and 190 of Florida Statutes, notice is hereby given that the Fiscal Year 2020 regular meetings of the Board of Supervisors of the Brightwater Community Development District are scheduled to be held on the fourth Wednesday of every month at 11:00 a.m. in a conference room of the Hampton Inn, 9241 Marketplace Road, Fort Myers, Florida 33912 as follows (exceptions noted below):

October 23, 2019
November 27, 2019 **THANKSGIVING IS 11-28-19**
December 25, 2019 **CHRISTMAS**
January 22, 2020
February 26, 2020
March 25, 2020
April 22, 2020
May 27, 2020
June 24, 2020
July 22, 2020
August 26, 2020
September 23, 2020

The meetings will be open to the public and will be conducted in accordance with the provision of Florida Law for community development districts. Any meeting may be continued to a date, time, and place to be specified on the record at the meeting. Copies of the agendas for the meetings listed above may be obtained from DPF Management & Consulting, LLC ("DPFG"), 15310 Amberly Drive, Suite 175, Tampa, Florida 33647 or (813) 374-9105, one week prior to the meeting.

There may be occasions when one or more Supervisors will participate by telephone. At the above location there will be present a speaker telephone so that any interested person can attend the meeting at the above location and be fully informed of the discussions taking place either in person or by telephone communication.

In accordance with the provisions of the Americans with Disabilities Act, any person requiring special accommodations at this meeting because of a disability or physical impairment should contact the District's management company office, DPF Management & Consulting, LLC at 813-374-9105 at least two (2) business days prior to the date of the hearing and meeting. If you are hearing or speech impaired, please contact the Florida Relay Service at 711 for aid in contacting the District.

Each person who decides to appeal any action taken at these meetings is advised that person will need a record of the proceedings and that accordingly, the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

DPFG, District Management