

1 **MINUTES OF MEETING**
2 **WATERLEAF**
3 **COMMUNITY DEVELOPMENT DISTRICT**

4 The Regular Meeting of the Board of Supervisors of the Waterleaf Community Development District
5 was held on Monday, March 14, 2022 at 6:01 p.m. at The Alley at Southshore Bay, 10221 Big Bend Road,
6 Riverview, Florida 33578.

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

8 Mr. Krause called the meeting to order and conducted roll call.

9 Present and constituting a quorum were:

10	Bob Neal	Board Supervisor, Chairman
11	John Daux	Board Supervisor, Vice Chairman
12	Rebecca Smith	Board Supervisor, Assistant Secretary
13	Bob Crespo	Board Supervisor, Assistant Secretary
14	Bob Bernardo	Board Supervisor, Assistant Secretary

15 Also present were:

16	Larry Krause	District Manager, DPGF Management & Consulting
17	Shirley Conley (<i>via phone</i>)	DPFG Management & Consulting
18	Howard McGaffney (<i>via phone</i>)	Vesta/DPFG Management & Consulting
19	Steve Stafford	Artemis/Breeze
20	Angie Lynch	Breeze HOA
21	Lynda Davies	Resident
22	Paul	Resident/Pond Liaison

23 *The following is a summary of the discussions and actions taken at the March 14, 2022 Waterleaf CDD*
24 *Board of Supervisors Regular Meeting.*

25 **SECOND ORDER OF BUSINESS – Pledge of Allegiance**

26 The Pledge of Allegiance was recited.

27 **THIRD ORDER OF BUSINESS – Audience Comments** – (*limited to 3 minutes per individual for agenda*
28 *items*)

29 There being none, the next item followed.

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

31 A. Exhibit 1: Introduction of Vesta Property Services

32 Mr. McGaffney introduced himself to the Board and gave an overview of the responsibilities of his
33 and Ms. Lee's roles over the District's financials. Mr. McGaffney summarized recent acquisitions
34 and mergers which had occurred concerning DPGF, including an acquisition in July 2020 by Vesta
35 Property Services, which in turn had now been acquired by PMG Holdings. Mr. McGaffney
36 additionally provided background on his experience in the industry and asked the Board whether
37 they had any questions for him. Mr. Neal expressed concerns about communicating transitions to the
38 Board, as well as financial oversight. Mr. McGaffney stated that a PSA had been sent to the previous
39 District Manager for distribution but it did not appear that this had been sent. Mr. McGaffney
40 additionally stated that he wished to attend a meeting prior to budget approval, adding that the firm
41 was moving to a weekly AP system with an increased frequency of check signings. Mr. Neal asked
42 about identifying bills and potential discrepancies. Mr. McGaffney stated that the review of incoming
43 invoices and/or bills was generally the responsibility of an operations manager, but for Districts
44 without that position, this would be covered directly by the District Manager. Ms. Smith asked for
45 confirmation that, moving forward, bills and invoices would go to Mr. Stafford, before being

46 approved by the District Manager for payment. Mr. McGaffney clarified that this applied to relevant
47 items under Mr. Stafford's purview, so Mr. Stafford would be reviewing items related to landscaping,
48 irrigation, and utilities rather than items such as District Counsel invoices. Mr. McGaffney stated
49 that he would want the review and approval process to typically take place over the course of a week.
50 Mr. Neal stated that he felt DPFPG needed to get more financial information over to the field team.
51 Mr. McGaffney clarified that items in the District's financials had not been coded properly, and that
52 the company was working on fixing things, additionally noting that DPFPG was moving to a process
53 involving electronic approval which he anticipated would further clean up financials. Mr. Neal
54 expressed some concerns about the process creating an overburdened workload for Mr. Stafford,
55 though acknowledged the importance of reviewing bills and invoices for anomalies.

56 Mr. Neal expressed reservations about working with Vesta Property Services, recalling that the
57 District had started the process to have Vesta provide amenity management and putting staffing in
58 place, only for a Vesta representative to send an email four months in backing out of the process. Mr.
59 McGaffney stated that he could share these comments and concerns with other leadership within
60 Vesta, and indicated his commitment to set up time to speak with Supervisors individually to address
61 their concerns and better know and understand one another.

62 Mr. Daux asked for clarification on PMG Holdings' day-to-day involvement with Vesta and DPFPG.
63 Mr. McGaffney stated that the only changes that had been communicated to him were that PMG
64 Holdings was looking for Vesta to grow its business, though acknowledged that he could not speak
65 on the HOA and amenities side of Vesta. Mr. McGaffney stated that he believed the only change
66 from DPFPG's perspective was in stock ownership, as well as possible future positive benefits for
67 employees internally. Mr. McGaffney added that he would share any additional knowledge on the
68 matter. Mr. Daux requested clear and transparent communication on any potential impacts to the
69 District throughout the transition process in ownership.

70 Mr. McGaffney thanked the Supervisors for their time, stating that he wished he could have attended
71 in person, and indicating the company's intent to improve and win the District over. Ms. Smith agreed
72 in wishing Mr. McGaffney could have attended in person, indicating that this was what the Board
73 had originally requested. Ms. Smith added she felt that Mr. Krause had done a great job for Waterleaf,
74 and expressed concerns about him having been effectively thrown under the bus by the company to
75 face the fire. Mr. McGaffney apologized and stated that he looked forward to meeting with the
76 Supervisors soon.

77 B. Old Business

78 1. Consideration and Approval of Fountain Renovation & Painting

79 i. Exhibit 2: Arinton Fountain Repair Proposal - \$17,900.00

80 Mr. Neal recalled that the Board had been in consensus for approving this item, but
81 had postponed the motion due to Mr. Stafford being out sick at the time. Mr. Neal
82 noted that no changes to the proposal had been made.

83 On a MOTION by Ms. Smith, SECONDED by Mr. Bernardo, WITH ALL IN FAVOR, the Board approved
84 the Arinton Fountain Repair Proposal, in the amount of \$17,900.00, for the Waterleaf Community
85 Development District.

86 ii. Exhibit 3: Vice Painting Fountain Sign Painting Proposal - \$2,500.00

87 On a MOTION by Ms. Smith, SECONDED by Mr. Bernardo, WITH ALL IN FAVOR, the Board approved
88 the Vice Painting Fountain Sign Painting Proposal, in the amount of \$2,500.00, for the Waterleaf Community
89 Development District.

- 90 2. Discussion on Status of Existing Projects
- 91 i. Exhibit 4: Fireman Tom Bridge Rail Painting & Cleaning
- 92 ii. Exhibit 5: Gate Pros Gate Hinge Lubrication and Arm Painting Status
- 93 iii. Exhibit 6: Vice Painting Mail Kiosk Cleaning and Painting
- 94 iv. Exhibit 7: Vice Painting Removal of Crosswalk on Frost Aster
- 95 v. Exhibit 8: Brightview Landscape Replacement at Pool Gate
- 96 Mr. Neal stated that Mr. Krause had sent the approved invoice for this item over,
97 and that they were now waiting for the plants to be installed.
- 98 vi. Exhibit 9: Brightview Irrigation Pump and Transducer VFD Replacement
- 99 Mr. Neal stated that he had reached out to the representative, who would be replacing
100 both the pump and motor. Mr. Neal noted that the costs were also elevated due to
101 existing supply chain issues, and that a go-ahead had been given.
- 102 vii. Exhibit 10: New Pool Entrance Signs
- 103 viii. Exhibit 11: Corrective Actions Taken on Health Department Report
- 104 3. Exhibit 12: Discussion on Maintenance Map
- 105 Mr. Krause noted that the District Engineer was not on the line, and asked the Board whether
106 this was an item they would like to bring back. Mr. Neal requested to table this item pending
107 updates from the District Engineer, stating that it was his understanding that there was still
108 work to be done and his concern over higher costs .
- 109 4. Discussion of Repair Options for Washed-out Footer on Pedestrian Bridge
- 110 Mr. Stafford stated that he had not received word back from the representative he had
111 reached out to at the company that had most recently performed bridge work. This item was
112 tabled to the next meeting pending potential updates from that vendor and possibly responses
113 from other contractors.
- 114 5. Exhibit 13: Discussion of Entrance Gate Closures Update
- 115 Mr. Neal indicated that the District needed a plan for delivery services when encountering
116 gate closures at Waterleaf. Mr. Daux suggested leaving gates open until this plan was
117 developed. Mr. Daux stated that he would look into options on handling the gates. Discussion
118 of this item was tabled to the next meeting.
- 119 6. Discussion of Mailbox Lighting Options
- 120 Mr. Stafford stated that he would hang up example lighting for a couple of days for Board
121 feedback at the next meeting.
- 122 7. Exhibit 14: Discussion of Renewed CDD Property Encroachment – 12019 Cardinal Flower
- 123 Mr. Neal recalled that this item was related to a resident that had planted several yards of
124 sod and had received a cease & desist from the County. Mr. Stafford stated that this item had
125 returned due to new reports from the resident’s neighbor, but that he was unsure as to whether
126 the resident had caused any additional damage outside of the mowing that had been
127 performed, as he had not yet had the opportunity to safely inspect the area. The Board
128 suggested acquiring a picture of the area and bringing back this item for discussion at the
129 next meeting.

130 8. Exhibit 15: Discussion on Capacity for Amenity Center Areas and Amenity Reservation
131 Process

132 Mr. Neal stressed the need to protect the interests of the community, expressing concerns
133 about unauthorized use of the amenity center. Mr. Neal stated that he had drafted this
134 proposal for various reservation requirements for all access to the kitchen, covered patio
135 areas, and the multi-purpose field area at the amenity center, for groups of 8 or more. Mr.
136 Neal outlined the restrictions on reservations, including a requirement of authorization by
137 the CDD Board of Directors for community clubs, with the stipulation that privileges may
138 be revoked at any time for failure to comply with the rules and regulations; a restriction on
139 any commercial motives unless expressly approved by the Board; and for private functions
140 to only include family and friends. Mr. Neal outlined the proposed security deposit and rental
141 policy, noting that rental fees would be waived for approved community clubs. The Board
142 discussed terms of capacity of the pool and field area, permitted activities, and potential
143 liability concerns. In response to a Supervisor comment, Mr. Neal stated that the District
144 required insurance for bounce houses.

145 Following discussion, Mr. Neal requested input from the Board on key aspects of the
146 proposed rental policy. The Board came to a consensus on requiring reservations, allowing
147 groups of 8 or more individuals, proceeding with the capacity based on District Counsel's
148 numbers, limiting reservations for one area at a time, clarifying that the reservations did not
149 provide exclusive use of the pool, restricting private functions for family and friends of the
150 resident making the reservation, prohibiting commercial ventures without express Board
151 approval, and no charges for community events.

152 C. New Business

153 1. Consideration and Approval of Brightview Proposal for Walkway Area Beautification along
154 Climbing Fern Avenue

155 i. Exhibit 16: Six Staggered Half-Moon Beds with Drought Tolerant Plants (No
156 Irrigation - \$2,206.49

157 ii. Exhibit 17: Six Staggered Half-Moon Beds with Drought Tolerant Plants (No
158 Irrigation) and Palms - \$3,826.97

159 Mr. Neal noted that \$15,000 had been budgeted for landscape replenishment, and
160 some Board comments were made with additional beautification suggestions. Mr.
161 Neal stated that landscaping should be done first and the Board should determine
162 how that went before taking any additional action.

163 Mr. Daux expressed some concerns about mulch spilling over from the beds into the
164 sidewalk as designed. Mr. Stafford stated that the beds could be constructed with
165 additional depth to mitigate spilling over.

166 On a MOTION by Mr. Crespo, SECONDED by Ms. Smith, WITH ALL IN FAVOR, the Board approved
167 the Brightview Proposal for Walkway Area Beautification, using Six Staggered Half-Moon Beds with
168 Drought Tolerant Plants and Palms, in the amount of \$3,826.97, for the Waterleaf Community Development
169 District.

170 Following the motion, the Board suggested for this item to be added to Old Business
171 at the next meeting for updates.

172 2. Consideration and Approval of Sidewalk Repair Proposal

173 i. Exhibit 18: Precision Sidewalk Safety – NTE \$16,823.00

174 ii. Exhibit 19: Firm Foundations Asphalt and Concrete – NTE \$12,124.00

175 The Board discussed the two sidewalk repair proposals, with Mr. Neal noting that
176 the number of items appeared to be higher under the Precision Sidewalk Safety
177 proposal. Mr. Daux commented in favor of Firm Foundations’ pricing, though stated
178 that he had some concerns about the vendor missing items. Mr. Neal stated that he
179 had walked the provided map and was satisfied with their proposed scope.

180 On a MOTION by Ms. Smith, SECONDED by Mr. Crespo, WITH ALL IN FAVOR, the Board approved
181 the Firm Foundations Asphalt and Concrete proposal, with the repair scope to encompass all trip hazards in
182 the common area concrete sidewalks, in an amount not to exceed \$12,124.00, for the Waterleaf Community
183 Development District.

184 Following the motion, Mr. Stafford clarified that the boilerplate contract from District
185 Counsel would be sent.

186 3. Exhibit 20: Consideration and Approval of Symbiont Service Corp Geothermal Pool Heating
187 Proposal - \$102,731.00

188 Mr. Neal stated that he did not believe the District had the funds for the proposal and
189 suggested rejecting the item. The Board discussed the estimated costs to run the heater at
190 \$12,000, with Mr. Neal indicating that he felt this was a conservative figure. The Board
191 opted to remove this item from the agenda.

192 4. Exhibit 21: Consideration and Approval of DC Integration Clicker Proposal - \$3,500.00

193 Mr. Neal asked for clarification on how replacement clickers were currently being handled
194 and supplied. Mr. Neal recalled that the District had purchased 200 clickers in September
195 2020, and the Board questioned the proposed purchase of an additional 100. Mr. Neal asked
196 for additional clarification on where funds for sales of clickers to residents were going. Mr.
197 Stafford stated that he would check in with DC Integrations and bring this item back next
198 month.

199 5. Exhibit 22: Consideration and Approval of Artemis Emergency Plumbing Repair Invoice -
200 \$598.50

201 Mr. Daux recalled that he had approved this item. Mr. Neal suggested that it may be in the
202 District’s best financial interest to proceed with more soluble grades of toilet tissue.
203 Following discussion, Mr. Neal stated that he would conduct some research and report back
204 with potential solutions moving forward.

205 On a MOTION by Mr. Crespo, SECONDED by Mr. Daux, WITH ALL IN FAVOR, the Board approved the
206 Artemis Emergency Plumbing Repair Invoice, in the amount of \$598.50, for the Waterleaf Community
207 Development District.

208 6. Exhibit 23: Consideration and Ratification of Brightwater Irrigation Repair (Zone 13 Clock
209 B) Invoice - \$617.64

210 On a MOTION by Mr. Neal, SECONDED by Mr. Crespo, WITH ALL IN FAVOR, the Board approved the
211 ratification of the Brightwater Irrigation Repair (Zone 13 Clock B) Invoice, in the amount of \$617.64, for the
212 Waterleaf Community Development District.

213 7. Exhibit 24: Consideration of Estates at South Cove HOA Fence Request

214 Mr. Neal stated that the HOA was requesting to install a fence on CDD property, which
215 District Counsel had indicated would necessitate some form of agreement. Mr. Neal
216 suggested for the District Manager to communicate that a fence could be installed on their
217 own property. This item was tabled pending any additional communication.

218 8. Discussion on Videofied Monitoring System

219 Ms. Conley advised that this item was included on the agenda as Mr. Hebel with DC
220 Integrations was looking into an arrangement where he could monitor the video system and
221 trespassers. Mr. Neal requested for this discussion to be brought back to the next meeting as
222 two items under Old Business, being for transfer of monitoring services to Mr. Hebel, and
223 for an update on a motion sensor flashing strobe light.

224 9. Discussion on Pool and Janitorial Vendor

225 Mr. Neal stated that the current pool and janitorial vendor had provided a 30-day notice of
226 end of services, which would expire as of March 25. Mr. Stafford stated that he had reached
227 out to acquire some additional proposals, and was working to get vendors in. Discussion
228 ensued regarding current contracted costs. Ms. Smith indicated that the current vendor's term
229 would expire prior to the next meeting, and the Board discussed appointing a Board liaison
230 and giving them authorization to work with Breeze on getting a new vendor in place.

231 On a MOTION by Ms. Smith, SECONDED by Mr. Crespo, WITH ALL IN FAVOR, the Board approved
232 authorizing the Chair to work with the field team to negotiate a new pool and janitorial vendor contract for
233 the Waterleaf Community Development District.

234 Following the motion, clarification was given that Mr. Neal could communicate out what
235 had been done for ratification at the next meeting.

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

237 A. Amenity & Field Management Services Report

238 1. Exhibit 25: Breeze Field Operations & Amenity Management Report

239 Mr. Stafford provided an overview of his report, noting that he had reached out to get the
240 mail kiosk on the schedule. Ms. Smith requested clarification on the fountain maintenance
241 scheduled for Q2, and Mr. Stafford noted that this generally occurred between April and
242 May. Mr. Neal acknowledged that it appeared that water usage was still down and did not
243 appear to have any issues. Mr. Neal indicated that the latch appeared to be loose still on the
244 boardwalk gates, and Mr. Stafford stated that this had been an issue for months. Mr. Stafford
245 stated that Fireman Tom remained unresponsive, and comments were made about the poor
246 condition of work concerning the Bridge Rail Painting and Cleaning.

247 Ms. Conley stated that there was a new proposal from Brightview for the Board's
248 consideration, which would address frost damage to plants other than the geraniums via
249 replacement. This item was tabled, with requests made by the Chair for an update on the
250 condition of the plants at the next meeting.

251 2. Exhibit 26: Sitex Pond Report

252 The Board discussed the pond report, with Mr. Neal noting that ponds other than 12 and 22
253 looked to be in good condition. The current pond liaison commented on work on Pond 12.

254 3. Exhibit 27: Brightview Landscape Report

255 Positive comments were made on the Quality Site Assessment report.

256 B. District Manager

257 1. Update on Removal of Developer Signs in the Community

258 Mr. Neal stated that all signs had been removed. Mr. Krause stated that this agenda item
259 would be closed out.

260 2. Update on Pond Fountains Bill of Sale Recording

261 Mr. Krause stated that the payment had been submitted to the county. Mr. Neal recalled
262 discussions with District Counsel indicating that an easement agreement would probably be
263 needed.

264 C. Exhibit 28: District Counsel

265 1. Update on Erosion Invoice Reimbursement – 13330 Waterleaf Garden Circle

266 Mr. Neal noted that the email indicated that DR Horton and Henderson Irrigation caused the
267 issue in question. Mr. Stafford recalled that he had recommended contacting DR Horton on
268 the day that the erosion had been determined, but this may not have been done. This item
269 was tabled pending additional updates from Counsel.

270 2. Unclaimed Certified Letter from 12027 Cinnamon Fern (*Resolved Per Last Meeting*)

271 Mr. Neal stated that he did not believe there was anything in the report that the Board could
272 take action on at this meeting, and requested an additional report update at the next month's
273 meeting.

274 D. Exhibit 29: District Engineer

275 There being none, the next item followed.

276 **SIXTH ORDER OF BUSINESS – Administrative Matters**

277 A. Exhibit 30: Consideration & Approval – The February 7, 2022 Regular Meeting Minutes

278 Mr. Neal stated that the word “beyond” on Line 70 should read as “behind”.

279 On a MOTION by Mr. Daux, SECONDED by Mr. Bernardo, WITH ALL IN FAVOR, the Board approved
280 the February 7, 2022 Regular Meeting Minutes, as amended, for the Waterleaf Community Development
281 District.

282 B. Exhibit 31: Consideration & Acceptance – The January 2022 Unaudited Financial Statements

283 Mr. Neal noted a new column that had been added to the financials which would compare the
284 percentage of year-to-date expenditures against the adopted budget, and stated that he felt this was
285 helpful. Mr. Neal stated that he was concerned about the percentage of budgeted funds that had been
286 spent YTD on engineering. Mr. Neal noted 32 hours that had been billed for maintenance map
287 updates, which were still not complete, and requested for an estimate on the remaining number of
288 hours needed to complete the map. Mr. Daux also expressed concerns about a perceived lack of major
289 changes on the map. Mr. Neal requested for the District Engineer to attend the next meeting. Mr.
290 Neal additionally commented on some minor discrepancies for landscape maintenance line items that
291 may have been put in the system prior to checks being cut.

292 On a MOTION by Mr. Daux, SECONDED by Mr. Crespo, WITH ALL IN FAVOR, the Board accepted the
293 January 2022 Unaudited Financial Statements for the Waterleaf Community Development District.

294 C. Exhibit 32: Consideration & Acceptance – The February 2022 Operations & Maintenance
295 Expenditures

296 Mr. Neal indicated that Waste Management and Sitex had not been paid on time. Mr. Neal stated
297 that he had discussed this with Mr. Krause to reach out to accounting to cover the late fees.

298 On a MOTION by Ms. Smith, SECONDED by Mr. Bernardo, WITH ALL IN FAVOR, the Board accepted
299 the February 2022 Operations & Maintenance Expenditures for the Waterleaf Community Development
300 District.

301 **SEVENTH ORDER OF BUSINESS – Audience Comments - New Business** (limited to 3 minutes per
302 individual for non-agenda items)

303 There being none, the next item followed.

304 **EIGHTH ORDER OF BUSINESS – Supervisor Requests**

305 Mr. Crespo indicated that one of the poles on the roundabout by Fawn Lily Drive and Cross Vine
306 Drive had been knocked down.

307 Mr. Daux suggested for a dog waste station to be placed between the ferns.

308 Mr. Neal stated that funds in the reserve fund should be generating interest, and suggested that some
309 public funds could be invested in. Mr. Neal asked for Mr. Krause to discuss this with accounting.
310 Mr. Neal stated that the pool had been in poor condition over the past weekend.

311 **NINTH ORDER OF BUSINESS – Adjournment**

312 Mr. Neal asked for final questions, comments, or corrections before adjourning the meeting. There
313 being none, Mr. Daux made a motion to adjourn the meeting.

314 On a MOTION by Mr. Daux, SECONDED by Ms. Smith, WITH ALL IN FAVOR, the Board adjourned the
315 meeting for the Waterleaf Community Development District.

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

319

320 **Meeting minutes were approved at a meeting by vote of the Board of Supervisors at a publicly**
321 **noticed meeting held on April 11, 2022.**

322

Signature

John Daux
dotloop verified
04/12/22 12:49 PM EDT
ITS4-OLML-RNED-6WKI
Signature

323

Larry Krause

Printed Name

John Daux

Printed Name

324

325 **Title:** Secretary Assistant Secretary

Title: Chairman Vice Chairman