

1 **MINUTES OF MEETING**

2 **ASTURIA**

3 **COMMUNITY DEVELOPMENT DISTRICT**

4 The Regular Meeting of the Board of Supervisors of the Asturia Community Development District
5 was held on Tuesday, November 29, 2022 at 6:00 p.m., at the Asturia Clubhouse, 14575 Promenade Pkwy.,
6 Odessa, Florida 33556, with Zoom Conference Call available.

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

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

9 Present and constituting a quorum were:

10	Glenn Penning	Board Supervisor, Chairman
11	Jacques Darius	Board Supervisor, Chairman
12	Susan Coppa	Board Supervisor, Assistant Secretary
13	Jonathan Tietz	Board Supervisor, Assistant Secretary
14	Marie Pearson	Board Supervisor, Assistant Secretary

15 Also present were:

16	Gene Roberts	District Manager, Inframark
17	James Chambers	Clubhouse Staff, Inframark
18	Tish Dobson	District Manager, DPFM Management and Consulting
19	Scott Smith	Vesta
20	Lauren Gentry	District Counsel, KE Law Group

21 *The following is a summary of the discussions and actions taken at the November 29, 2022 Asturia CDD*
22 *Board of Supervisors Regular Meeting. Audio for this meeting is available upon public records request.*

23 **SECOND ORDER OF BUSINESS – Additions and/ or Deletions to the Agenda**

24 There being none, the next item followed.

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

27 An audience member expressed interest in serving on the Board, should a Supervisor’s position
28 become available in the future.

29 In response to an audience member comment, it was clarified that the outstanding landscape
30 proposals on the Agenda were for informational purposes and would be sorted based on importance
31 moving forward.

32 **FOURTH ORDER OF BUSINESS – Organizational Matters**

33 A. Consideration of **Resolution 2023-02, Declaring a Vacancy for Seat 4 & 5**

34 Ms. Gentry explained that there was officially vacancy for Seat 4 and 5, as no one had registered
35 with the Supervisor of Elections to qualify.

36 On a MOTION by Mr. Penning, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board adopted
37 **Resolution 2023-02, Declaring a Vacancy for Seat 4 & 5**, for the Asturia Community Development
38 District.

39 B. Consideration of Appointment of Supervisor(s) to Fill Vacancy

40 Mr. Roberts noted that a Letter of Intent was also received by Susan Coppa.

41 i. Marie Pearson Letter of Intent

42 On a MOTION by Mr. Penning, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board approved
43 the nomination of Marie Pearson to fill Seat 4 on the Board of Supervisors for the Asturia Community
44 Development District.

45 Following the motion, Mr. Tietz made a motion to nominate Ms. Coppa to fill Seat 5 on the
46 Board of Supervisors.

47 On a MOTION by Mr. Penning, SECONDED by Ms. Pearson, WITH ALL IN FAVOR, the Board
48 approved the nomination of Susan Coppa to fill Seat 5 on the Board of Supervisors for the Asturia
49 Community Development District.

50 C. Oath of Office for Newly Elected Supervisor(s)

51 Ms. Pearson and Ms. Coppa recited the Oath of Office

52 D. Consideration of **Resolution 2023-03, Election of Officers**

53 Ms. Pearson nominated Mr. Penning as Chairman.

54 On a MOTION by Ms. Pearson, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board approved
55 the nomination of Glenn Penning as Chairman on the Board of Supervisors for the Asturia Community
56 Development District.

57 Following the motion, Ms. Coppa nominated Mr. Darius as Vice Chairman.

58 On a MOTION by Ms. Coppa, SECONDED by Ms. Pearson, WITH ALL IN FAVOR, the Board approved
59 the nomination of Jacques Darius as Vice Chairman on the Board of Supervisors for the Asturia Community
60 Development District.

61 E. Consideration of Agreement for District Management Services with DPFPG

62 Ms. Gentry noted that DPFPG would provide transition services prior to December 1 at no
63 additional charge and mentioned that a provision had been included regarding the agreement
64 being assigned to Vesta in the future.

65 On a MOTION by Mr. Penning, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board approved
66 the Agreement for District Management Services with DPFPG for the Asturia Community Development
67 District.

68 F. Consideration of **Resolution 2023-04, Appointing a District Manager**

69 On a MOTION by Mr. Penning, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board adopted
70 **Resolution 2023-04, Appointing a District Manager**, for the Asturia Community Development District.

71 G. Consideration of **Resolution 2023-05, Appointing and Removing Officers**

72 Ms. Gentry stated that Howard McGaffney had left DPFPG and would be removed from the
73 Resolution. She indicated that Skye Lee would be appointed as Assistant Treasurer.

74 On a MOTION by Ms. Pearson, SECONDED by Ms. Coppa, WITH ALL IN FAVOR, the Board adopted
75 **Resolution 2023-05, Appointing and Removing Officers**, for the Astoria Community Development
76 District.

77 H. Consideration of **Resolution 2023-06, Designating Registered Agent and Registered Office**
78 Ms. Gentry stated that this Resolution would designate Tish Dobson as the Registered Agent and
79 the DFPG Office as the Registered Office.

80 On a MOTION by Mr. Darius, SECONDED by Mr. Penning, WITH ALL IN FAVOR, the Board adopted
81 **Resolution 2023-06, Designating Registered Agent and Registered Office**, for the Astoria Community
82 Development District.

83 I. Consideration of **Resolution 2023-07, Designating Primary Administrative Office**
84 Ms. Gentry stated that the DFPG Office would be designated as the Primary Administrative
85 Office under this Resolution and noted that DFPG had requested for the address of the District's
86 Clubhouse to be filled in as the Local Records Office.

87 On a MOTION by Ms. Pearson, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board adopted
88 **Resolution 2023-07, Designating Primary Administrative Office**, for the Astoria Community
89 Development District.

90 **FIFTH ORDER OF BUSINESS – RFQ for District Engineer**

91 A. Lighthouse Engineering

92 Ms. Gentry confirmed that this was the only response received. She advised against terminating
93 the current District Engineer until the Board was certain an acceptable agreement could be
94 obtained.

95 On a MOTION by Ms. Coppa, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board authorized
96 District Counsel to start negotiation with Lighthouse Engineering, for the Astoria Community Development
97 District.

98 Following the motion, the Board moved up District Items on the Agenda.

99 B. District Items

100 **This item, originally Item F under the Seventh Order of Business, Staff Reports, was**
101 **presented out of order.**

102 i. WIFI Upgrade Proposal from Complete IT

103 The Board and Staff discussed the proposal.

104 On a MOTION by Ms. Pearson, SECONDED by Mr. Tietz, WITH ALL IN FAVOR, the Board approved
105 the WIFI Upgrade Proposal from Complete IT, for the Astoria Community Development District.

106 ii. Consideration of Phone System – PDF 3434

107 The Board and Staff discussed the details and costs of the proposal. It was clarified that
108 an office phone was needed for E911 compliance. The Board agreed to table this item.

109 iii. Consideration of Clubhouse Laptop – PDF 3435

110 It was stated that the purpose of the laptop would include Microsoft Office and a 1-year
111 warranty. Discussion ensued regarding the Microsoft Office license and what programs
112 would be used on the laptop. It was suggested to use Microsoft Office for the transition
113 period and decide whether to keep the license depending on usage.

114 On a MOTION by Mr. Tietz, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board approved
115 the Clubhouse Laptop Proposal, for the Asturia Community Development District.

116 iv. Consideration of Doorking Transfer – PDF 3436 (1)

117 It was explained that the database was not backed up at this time. Discussion ensued
118 regarding the costs of the proposal, alternate options, and data retention requirements.
119 This item was tabled.

120 v. Consideration of Upgraded WIFI & Network Systems – PDF 3436 (2)

121 This proposal was indicated to be the same as the WIFI Upgraded Proposal from
122 Complete IT.

123 **SIXTH ORDER OF BUSINESS – Consent Agenda**

124 A. Approval of the September 27, 2022 & October 12, 2022 Continued Meeting Minutes

125 B. Approval of October 25, 2022 Meeting Minutes

126 C. Approval of October 31, 2022 Financial Reports

127 D. Consideration of the Operations and Maintenance Expenditures for October 2022

128 On a MOTION by Mr. Tietz, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board approved
129 all Items of the Consent Agenda, for the Asturia Community Development District.

130 **SEVENTH ORDER OF BUSINESS – Staff Reports**

131 C. District Engineer

132 The District Engineer was not present

133 D. District Counsel

134 i. Discussion of Transition from Inframark

135 Ms. Gentry discussed the demand letter that was sent to Inframark which addressed the
136 bank hours, engineer work authorization, and field service fees. Following discussion, the
137 Board authorized Ms. Gentry to send a formal letter and engage conversation with
138 Inframark to settle the issues addressed in the letter. Ms. Gentry indicated that she would
139 follow up on this matter at the next meeting and mentioned that she may reach out to the
140 Supervisors to set up individual calls to discuss sensitive information, if needed.

141 ii. Consideration of PEO Agreement with Engage PEO

142 Ms. Gentry noted that the insurance company reviewed the provisions at no cost to the
143 District and that Engage had agreed to remove one provision. She proceeded to explain
144 that there was an issue with an indemnification clause in the Engage contract. It was
145 suggested to engage with ADP for an outsourced HR department. Ms. Gentry stated that
146 she would speak with Engage the next day and propose a change to the indemnification
147 clause. Ms. Dobson noted that DFPG worked with Engage for other Districts and
148 indicated that she would look at an Engage contract with another District to use as a
149 template. Discussion ensued regarding the Board's options.

150 On a MOTION by Mr. Penning, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board approved
151 negotiation with ADP if an agreement could not be made with Engage, for the Astoria Community
152 Development District.

153 iii. Consideration of Engaging Employment Counsel

154 Ms. Gentry discussed the option to temporarily engage Mr. Chambers as an independent
155 contractor directly to the District. She noted that this would not be advisable on a long-
156 term basis and reviewed the risks of this option. Following discussion, the Board agreed
157 to table this item.

158 E. Land Use Counsel

159 Mr. Tietz updated on the Board on the status of Jimerson Bir. It was recommended to pause the
160 process until January.

161 On a MOTION by Mr. Tietz, SECONDED by Mr. Darius, with Mr. Tietz, Mr. Darius, Ms. Pearson, and
162 Ms. Coppa voting “AYE” and Mr. Penning voting “NAY”, the Board approved pausing the process on
163 Jimerson Bir until January, for the Astoria Community Development District.

164 Following the motion, it was suggested to amend the motion to pause the process until the
165 December meeting.

166 On a MOTION by Mr. Darius, SECONDED by Mr. Penning, WITH ALL IN FAVOR, the Board approved
167 amending the previous motion to pause the process on Jimerson Bir until the December meeting for the
168 Astoria Community Development District.

169 F. Field Inspection Reports

170 The Blue Water and RedTree reports were discussed. It was noted that some residents were
171 spraying for ants on CDD property. Discussion ensued regarding the service provided by RedTree
172 and the Board’s expectations. Ms. Dobson assured the Board that RedTree’s service would be
173 improved and noted that she had negotiated some deficiencies with the contract. The Board and
174 Staff additionally discussed the Capital Improvement Plan.

175 Ms. Gentry noted that the Board would vote whether or not to renew the RedTree contract at the
176 next meeting. Ms. Dobson advised dedicating the next Workshop Meeting to landscaping and
177 indicated that she would prioritize the proposals in accordance with the current budget. The
178 Board agreed to table the proposals attached to the Landscape Report from RedTree.

179 i. Blue Water Aquatic Report: October 2022

180 ii. RedTree Landscape Report

181 iii. Discussion of December Meeting Date: 12/27/22

182 **This item was presented out of order.**

183 Ms. Dobson noted that she had a scheduling conflict with the next Workshop Meeting for
184 December 13 and asked if the Board would consider rescheduling this meeting.

185 On a MOTION by Ms. Pearson, SECONDED by Mr. Penning, WITH ALL IN FAVOR, the Board
186 approved moving the Workshop Meeting to December 12 and the Regular Meeting at December 19, for the
187 Astoria Community Development District.

188 Following the motion, Ms. Dobson requested that Mr. Roberts update the website and
189 advertisements for the meetings.

190 G. District Manager

191 i. Inframark Field Inspection Report: November 17, 2022

192 The Board and Staff discussed the report.

193 ii. Discussion of Stearns Weaver Settlement

194 Mr. Robert stated that Stearns Weaver agreed to reduce the settlement by 50%.

195 On a MOTION by Mr. Tietz, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board accepted the
196 Stearns Weaver Settlement for the Asturia Community Development District.

197 iii. Floor Care Proposal from Electro Sanitation Services

198 **This item was presented out of order.**

199 Mr. Tietz relayed that the vendor felt the deep cleanings were unnecessary. This item was
200 tabled.

201 **EIGHTH ORDER OF BUSINESS – Supervisors Requests**

202 Mr. Tietz announced that his wife was expecting a baby in May and indicated that he would be
203 busy assisting her with the baby for a few months.

204 **NINTH ORDER OF BUSINESS – Audience Comments – New Business/Non-Agenda (limited to 3**
205 *minutes per individual)*

206 Ms. Dobson discussed her plan for the Reserve Study, assessment, and Capital Improvement Plan.

207 The Board and Staff circled back to the indemnification clause and ADP discussion. Mr. Penning
208 indicated that he would prefer to work with ADP.

209 On a MOTION by Mr. Darius, SECONDED by Ms. Coppa, WITH ALL IN FAVOR, the Board authorized
210 Mr. Penning to sign off on the PEO Agreement with the vendor of his choosing for the Asturia Community
211 Development District.

212 **TENTH ORDER OF BUSINESS – Adjournment**

213 Mr. Roberts asked for final questions, comments, or corrections before requesting a motion to
214 adjourn the meeting. There being none, Mr. Tietz made a motion to adjourn the meeting.

215 On a MOTION by Mr. Tietz, SECONDED by Mr. Darius, WITH ALL IN FAVOR, the Board adjourned
216 the meeting for the Asturia Community Development District.

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

220 **Meeting minutes were approved at a meeting by vote of the Board of Supervisors at a publicly noticed**
221 **meeting held on December 19, 2022.**

222 
223 _____
Signature



Printed Name

224 Title: Secretary Assistant Secretary



Signature



Printed Name

Title: Chairman Vice Chairman