

**MINUTES OF MEETING  
WHISPERING PINES  
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Whispering Pines Community Development District held a Regular Meeting on March 7, 2024 at 10:00 a.m., at the Hilton Garden Inn - Tampa/Wesley Chapel, 26640 Silver Maple Pkwy., Wesley Chapel, Florida 33544.

**Present were:**

Brady Lefere	Chair
Ray Aponte	Vice Chair
Max Law	Assistant Secretary

**Also present:**

Kristen Suit	District Manager
Alyssa Willson (via telephone)	District Counsel
Kate John (via telephone)	Kutak Rock LLP
Steve Sanford (via telephone)	Bond Counsel
Colbie Bosch	Supervisor-Appointee

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Ms. Suit called the meeting to order at 10:00 a.m. Supervisors Lefere, Aponte and Law were present. Supervisor-Appointee Bosch was present. Supervisor Diggs was not present.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There were no public comments.

**THIRD ORDER OF BUSINESS**

**Administration of Oath of Office to  
Supervisor Colbie Bosch**

Ms. Suit, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Ms. Bosch. She provided and explained the following items:

- A. Required Ethics Training and Disclosure Filing**
  - **Sample Form 1 2023/Instructions**
- B. Membership, Obligations and Responsibilities**
- C. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**

**D. Form 8B: Memorandum of Voting Conflict for County, Municipal and other Local Public Officers**

Ms. Willson recommended saving and/or forwarding all CDD records to the District Manager and separating CDD files from business and personal files. She reiterated the prohibition against discussing CDD business with fellow Board Members outside of a Board meeting and encouraged Ms. Bosch to contact Staff with any questions.

**FOURTH ORDER OF BUSINESS**

**Consideration of Resolution 2024-06, Appointing and Removing Officers of the District and Providing for an Effective Date**

Ms. Suit presented Resolution 2024-06. This Resolution appoints the following:

Assistant Secretary

Colbie Bosch

No other nominations were made. Prior appointments by the Board for Chair; Vice Chair; Secretary; Treasurer; Assistant Treasurer; and Assistant Secretaries Max Law, Kat Diggs and Kristen Suit, remain unaffected by this Resolution.

<p><b>On MOTION by Mr. Lefere and seconded by Mr. Aponte, with all in favor, Resolution 2024-06, Appointing and Removing Officers of the District, as noted, and Providing for an Effective Date, was adopted.</b></p>
--

**FIFTH ORDER OF BUSINESS**

**Presentation of Second Supplemental Engineer's Report**

Ms. Suit presented the Second Supplemental Engineer's Report dated January 29, 2024. The "2024 Project" a/k/a "Assessment Area Two Project" will include 124 project units. The estimated cost estimate for the 2024 Project is \$4,472,327.

Ms. Willson noted that the Second Supplemental Engineer's Report will be used for marketing the bonds. No changes are anticipated; however, the final form of the Engineer's Report will be presented for approval with the Supplemental Assessment Resolution following bond pricing.

A Board Member stated the Operation & Maintenance (O&M) entity for perimeter roadways, hardscaping, landscaping and irrigation will likely be the HOA, as the CDD only maintains the ponds and stormwater system. Ms. Willson stated the CDD is responsible for

infrastructure it owns and pays for and the HOA can maintain it subject to an Agreement between the CDD and the HOA.

**On MOTION by Mr. Aponte and seconded by Mr. Lefere, with all in favor, the Second Supplemental Engineer's Report, dated January 29, 2024, in substantial form, for use in marketing the bonds, was approved.**

Ms. Willson stated the District Engineer prepared the Second Supplemental Engineer's Report dated January 29, 2024 and certified that it is in conformance with the overall Master Engineer's Report. The limited scope pertains to the Assessment Area Two Project and "Phase Three" for purposes of this bond issuance.

**SIXTH ORDER OF BUSINESS****Presentation of Second Supplemental  
Special Assessment Methodology Report**

Ms. Suit presented the pertinent data in each Section of the Second Supplemental Special Assessment Methodology Report dated March 7, 2024, which will be included in the bond offering. She noted the following:

- The Report relates to improvements contemplated to be provided by the CDD for Phase Three, a/k/a "Assessment Area Two" and the "2024 Project".
- Phase Three contemplates 124 units.
- The estimated Capital Improvement Plan (CIP) cost estimate for the 2024 Project is \$4,472,327.
- The CDD will issue bonds in the total estimated principal amount of \$2,265,000 to fund an estimated \$1,931,443.75 of the 2024 Project costs.

**On MOTION by Mr. Aponte and seconded by Mr. Lefere, with all in favor, the Second Supplemental Special Assessment Methodology Report dated March 7, 2024, in substantial form, for use in marketing the bonds, was approved.**

**SEVENTH ORDER OF BUSINESS****Consideration of Resolution 2024-07,  
Authorizing the Issuance of Not Exceeding  
\$3,000,000 Whispering Pines Community  
Development District, Special Assessment  
Bonds, Series 2024 (Assessment Area Two)**

(the “Bonds”) to Finance Certain Public Infrastructure Within a Designated Assessment Area Referred to as “Assessment Area Two” Within the District; Determining the Need for a Negotiated Limited Offering of the Bonds and Providing for a Delegated Award of Such Bonds; Approving the Underwriter for the Limited Offering of the Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract With Respect to the Bonds; Authorizing the Use of that Certain Master Trust Indenture Previously Approved by the District With Respect to the Bonds and Approving the Form of and Authorizing the Execution and Delivery of a Second Supplemental Trust Indenture Governing the Bonds; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum; Approving the Execution and Delivery of a Final Limited Offering Memorandum; Approving the Form of and Authorizing the Execution of a Continuing Disclosure Agreement, and Appointing a Dissemination Agent; Approving the Application of Bond Proceeds; Authorizing Certain Modifications to the Assessment Methodology Report and Engineer’s Report; Making Certain Declarations; Providing for the Registration of the Bonds Pursuant to the DTC Book-Entry Only System; Authorizing the Proper Officials to Do All Things Deemed Necessary in Connection with the Issuance, Sale and Delivery of the Bonds; and Providing for Severability, Conflicts and an Effective Date

Mr. Sanford stated Resolution 2024-07, the Delegation Resolution, accomplishes the following:

- Sets certain parameters in connection with the sale of the bonds.
- Eliminates the need for a special meeting by authorizing the Chair or Vice Chair to execute the Bond Purchase Contract.

- Authorizes issuance of not to exceed \$3,000,000 aggregate principal amount of bonds.
- Authorizes and approves the forms of documents, including the Bond Purchase Agreement, Continuing Disclosure Agreement and Preliminary Limited Offering Memorandum.

**Mr. Sanford left the meeting, after being disconnected.**

Ms. Willson presented Resolution 2024-07, which delegates authority for the sale of the bonds.

**On MOTION by Mr. Aponte and seconded by Mr. Lefere, with all in favor, Resolution 2024-07, Authorizing the Issuance of Not Exceeding \$3,000,000 Whispering Pines Community Development District, Special Assessment Bonds, Series 2024 (Assessment Area Two) (the “Bonds”) to Finance Certain Public Infrastructure Within a Designated Assessment Area Referred to as “Assessment Area Two” Within the District; Determining the Need for a Negotiated Limited Offering of the Bonds and Providing for a Delegated Award of Such Bonds; Approving the Underwriter for the Limited Offering of the Bonds; Approving the Form of and Authorizing the Execution and Delivery of a Bond Purchase Contract With Respect to the Bonds; Authorizing the Use of that Certain Master Trust Indenture Previously Approved by the District With Respect to the Bonds and Approving the Form of and Authorizing the Execution and Delivery of a Second Supplemental Trust Indenture Governing the Bonds; Approving the Form of and Authorizing the Distribution of a Preliminary Limited Offering Memorandum; Approving the Execution and Delivery of a Final Limited Offering Memorandum; Approving the Form of and Authorizing the Execution of a Continuing Disclosure Agreement, and Appointing a Dissemination Agent; Approving the Application of Bond Proceeds; Authorizing Certain Modifications to the Assessment Methodology Report and Engineer’s Report; Making Certain Declarations; Providing for the Registration of the Bonds Pursuant to the DTC Book-Entry Only System; Authorizing the Proper Officials to Do All Things Deemed Necessary in Connection with the Issuance, Sale and Delivery of the Bonds; and Providing for Severability, Conflicts and an Effective Date, was adopted.**

**EIGHTH ORDER OF BUSINESS****Consideration of FMSbonds, Inc.,  
Agreement for Underwriter Services &  
Rule G-17 Disclosure Letter**

Ms. Suit presented the FMSbonds, Inc., Engagement Letter for Underwriter Services and G-17 Disclosure Letter. The Underwriter’s fee will be 2% of the par amount of the bonds.

**On MOTION by Mr. Aponte and seconded by Mr. Lefere, with all in favor, the FMSbonds, Inc., Engagement Letter for Underwriter Services and G-17 Disclosure, in an amount not-to-exceed the Underwriter's fee of 2% of the par amount of the bonds issued, was approved.**

**NINTH ORDER OF BUSINESS**

**Consideration of Amazing Signs Proposal**

Ms. Suit presented the Amazing Signs proposal.

The consensus was that Mr. Law will determine the quantity of signs and forward a map, with Ms. Suit designating the locations in which signs are to be installed.

**On MOTION by Mr. Aponte and seconded by Mr. Lefere, with all in favor, the Amazing Signs Proposal and installation of eight signs, was approved.**

**TENTH ORDER OF BUSINESS**

**Consideration of Resolution 2024-05,  
Designating the Location of the Local  
District Records Office and Providing an  
Effective Date**

This item was deferred.

**ELEVENTH ORDER OF BUSINESS**

**Acceptance of Unaudited Financial  
Statements as of January 31, 2024**

**On MOTION by Mr. Lefere and seconded by Mr. Aponte, with all in favor, the Unaudited Financial Statements as of January 31, 2024, were accepted.**

**TWELFTH ORDER OF BUSINESS**

**Approval of February 1, 2024 Regular  
Meeting and Audit Committee Meeting  
Minutes**

**On MOTION by Mr. Aponte and seconded by Mr. Law, with all in favor, the February 1, 2024 Regular Meeting and Audit Committee Meeting Minutes, as presented, were approved.**

**THIRTEENTH ORDER OF BUSINESS**

**Staff Reports**

- A. District Counsel: Kutak Rock LLP**
- B. District Engineer (Interim): LevelUp Consulting, LLC**

There were no District Counsel or District Engineer reports.

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

○ **NEXT MEETING DATE: April 4, 2024 at 5:00 PM**

○ **QUORUM CHECK**

The next meeting will be held on March 25, 2024 at 10:00 a.m., at a location to be determined. Supervisors Lefere, Aponte and Law confirmed their attendance at the March 25, 2024 meeting.

The April 4, 2024 meeting will be canceled.

**FOURTEENTH ORDER OF BUSINESS**

**Board Members' Comments/Requests**

Discussion ensued regarding the Phase Three turnover. Ms. Suit stated that Ms. John drafted agreements for mowing and pond maintenance.

Ms. Willson will email a conveyance package. It was noted that County approval is pending.

**FIFTEENTH ORDER OF BUSINESS**

**Public Comments**

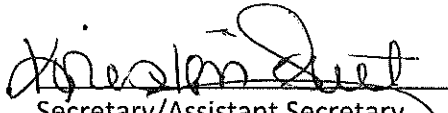
No members of the public spoke.

**SIXTEENTH ORDER OF BUSINESS**


**Adjournment**

<b>On MOTION by Mr. LeFere and seconded by Mr. Aponte, with all in favor, the meeting adjourned at 10:30 a.m.</b>
---

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair