

**MINUTES OF MEETING
TOSCANA ISLES
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Toscana Isles Community Development District held a Regular Meeting on November 28, 2022, at 2:00 p.m., at the offices of Vanguard Land, LLC, located at 6561 Palmer Park Circle, Suite B, Sarasota, Florida 34238.

Present were:

Scott Blaser	Chair
William Contardo	Vice Chair
James Collins	Assistant Secretary (appointed at meeting)
Brian Watson	Vice Chair (resigned during meeting)

Also present were:

Cindy Cerbone	District Manager
Jamie Sanchez	Wrathell, Hunt and Associates, LLC (WHA)
Andrew Kantarzhi (via telephone)	Wrathell, Hunt and Associates, LLC (WHA)
Vanessa Steinerts	District Counsel
Scott Curnutt	Property Manager-Access Difference

Residents present:

Ron Ciranna	Tony O’Dea	Jeff Gay	Maureen House
Bill Markham	Bill Rymysza	Tom Hart	Susan Doyle (phone)

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 2:00 p.m.

- **Administration of Oath of Office to Newly Elected Supervisors William Contardo [Seat 1] and Scott Blaser [Seat 3]**

This item, previously the Fourth Order of Business, was presented out of order.

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. William “Bill” Contardo and Mr. Scott Blaser.

Supervisors Watson, Contardo and Blaser were present.

SECOND ORDER OF BUSINESS

**Discussion/Consideration:
Duration [2.25 hours]**

Meeting

It was determined 2.25 hours will be sufficient time to conduct this meeting.
Ms. Cerbone explained the Rules of Procedure related to public comments.

THIRD ORDER OF BUSINESS

Public Comments [15 minutes]

This item was presented following the Sixth Order of Business.

FOURTH ORDER OF BUSINESS

Administration of Oath of Office to Newly Elected Supervisors Wiliam Contardo [Seat 1] and Scott Blaser [Seat 3] (*the following to be provided in a separate package*) [10 minutes]

The Oath of Office was administered during the First Order of Business.

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Financial Disclosure Forms**
 - I. Form 1: Statement of Financial Interests**
 - II. Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - III. Form 1F: Final Statement of Financial Interests**
- D. Form 8B – Memorandum of Voting Conflict**

FIFTH ORDER OF BUSINESS

Consider Appointment of Qualified Electors to fill Unexpired Terms of Seats 2 and 4; *Term Expire November 2024* [15 minutes]

- **Candidates**
 - A. James K. Collins**
 - B. Suzanne J. Doyle**
 - C. Michael Traczuk**
 - D. Other Candidates**

Ms. Cerbone stated that the CDD has now established a quorum with three Board Members but Mr. Watson expressed interest in resigning. She discussed appointing someone to fill Seat 5 and vacant Seats 2 and 4. The Board is supposed to consist of five Board Members and has been operating with only three Board Members for some time now.

Mr. Contardo nominated and motioned to appoint Mr. Tony O’Dea to Seat 2. The motion died due to a lack of a second.

Mr. Blaser nominated and motioned to appoint Ms. Susan Doyle to Seat 2. The motion died due to a lack of a second.

No other nominations were made. The Board discussed considering the three candidates because of their efforts. Mr. Watson had no preference with respect to appointing a third member to the Board.

Mr. James Collins discussed his qualifications, experience and voiced his opinion that he would be an asset to the Board. He resides in Florida full time.

Mr. Contardo nominated Mr. James Collins to fill Seat 2.

No other nominations were made.

On MOTION by Mr. Contardo and seconded by Mr. Blaser, with all in favor, the appointment of Mr. James Collins to fill Seat 2, was approved.

Mr. Contardo nominated Mr. Michael Traczuk to fill Seat 4.

No other nominations were made.

On MOTION by Mr. Blaser and seconded by Mr. Contardo, with Mr. Blaser and Mr. Contardo in favor and Mr. Watson dissenting, the appointment of Mr. Michael Traczuk to fill Seat 4, was approved. [Motion passed 2-1]

SIXTH ORDER OF BUSINESS

Administration of Oath of Office to Newly Appointed Supervisors (*the following to be provided in a separate package*) [5 minutes]

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. James Collins. She will notify Mr. Traczuk of his appointment and administer the Oath of office prior to or at the next meeting.

- **Acceptance of Resignation of Supervisor Brian Watson, Seat 5**

This item was an addition to the agenda.

Mr. Watson tendered his resignation.

On MOTION by Mr. Contardo and seconded by Mr. Blaser, with all in favor, the resignation of Mr. Brian Watson from Seat 5, effective immediately, was accepted.

Ms. Cerbone and Ms. Steinerts provided and briefly explained the following items and responded to questions about conducting CDD workshops:

- A. **Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. **Membership, Obligations and Responsibilities**
- C. **Financial Disclosure Forms**
 - I. **Form 1: Statement of Financial Interests**
 - II. **Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - III. **Form 1F: Final Statement of Financial Interests**
- D. **Form 8B – Memorandum of Voting Conflict**

Board Members were instructed to submit a W-4 to Management to receive the Supervisor's stipend.

- **Consider Appointment to Fill Unexpired Term of Seat 5.**

This item was an addition to the agenda.

Mr. Blaser nominated and motioned to appoint Ms. Susan Doyle to fill Seat 5.

Mr. Contardo suggested deferring this while an e-blast is sent to residents about the open position.

Mr. Blaser's motion died due to a lack of a second.

This item will be on the next agenda.

- **Public Comments [15 minutes]**

This item, previously the Second Order of Business, was presented out of order.

Resident Maureen House reported a resident she believes is responsible for several violations, including pulling down the gate, ignoring no parking signs, overnight parking, blocking sidewalks, etc. She asked what the Board plans to do to address this issue, as the Developer does not want to pursue it. Ms. Cerbone discussed the process of implementing and adopting a Towing Policy, which will reviewed later in the meeting. There is no policy to enforce right now. Regarding driveways, the CDD has no jurisdiction and cannot take action.

Resident Thomas Hart urged the Board to change the CDD meeting location to Toscana Isles, which he felt would be a first step in educating residents about the CDD. This will be addressed later in the meeting.

Toscana Isles Property Manager Scott Curnutt stated his comment is about the sable palm trees, on behalf of Juniper Landscaping. This will be discussed later in the meeting.

Resident Ron Ciranna chose to defer his comments about Juniper and the Federal Emergency Management Agency (FEMA) to later in the meeting.

Resident Jeff Gay voiced his agreement with Ms. House’s comments and stated there are also parking violations at Solaria. He asked if the Board Members live in Toscana Isles. Ms. Cerbone stated resident Board Members must reside within the CDD.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2023-01, Designating Certain Officers of the District, and Providing for an Effective Date [5 minutes]

Ms. Cerbone presented Resolution 2023-01. Mr. Collins nominated the following slate:

- | | |
|---------------------|-----------------|
| Chair | Scott Blaser |
| Vice Chair | Bill Contardo |
| Secretary | Craig Wrathell |
| Assistant Secretary | Jim Collins |
| Assistant Secretary | Michael Traczuk |
| Assistant Secretary | Vacant |
| Assistant Secretary | Cindy Cerbone |
| Assistant Secretary | Jamie Sanchez |

No other nominations were made.

Prior appointments by the Board for Treasurer and Assistant Treasurer remain unaffected by this Resolution.

On MOTION by Mr. Collins and seconded by Mr. Contardo, with all in favor, Resolution 2023-01, Designating Certain Officers of the District, as nominated, and Providing for an Effective Date, was adopted.

EIGHTH ORDER OF BUSINESS

Consideration of Resolution 2023-02, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2022/2023 and Providing for an Effective Date [10 minutes]

Ms. Cerbone presented Resolution 2023-02. She stated the December 7, 2022 meeting scheduled at the last meeting might not be needed; a decision as to whether to cancel will be made later in the meeting.

The following will be inserted into the Fiscal Year 2023 Meeting Schedule:

DATES: December 7, 2022 and the first Wednesday of each month thereafter.

TIME: 10:00 A.M.

LOCATION: Change "Offices of Vanguard Land, LLC, 6561 Palmer Park Circle, Suite B, Sarasota, Florida 33428" to "Toscana Isles Amenity Center, 100 Maraviya Boulevard, Venice Florida 34275.

On MOTION by Mr. Collins and seconded by Mr. Contardo, with all in favor, Resolution 2023-02, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2022/2023, as amended, and Providing for an Effective Date, was adopted.

NINTH ORDER OF BUSINESS

Continued Discussion: Policy Regarding Parking and Towing [10 minutes]

Ms. Cerbone stated that the draft Parking and Towing Policy was prepared in coordination with Mr. Sweater, Mr. O’Dea, the former Master Association and District Counsel.

Some Board Members commented about reducing the number of warnings and who will administer the Policy. Ms. Cerbone pointed out that the Policy was written with resident input,

comprised of statutory guidelines and towing firms provided signage. The Board discussed designating Mr. Collins as the point person to work with Ms. Sanchez, District Counsel, the new Master Association President and others to review and/or modify the policy.

Mr. Curnutt stated he had a few modifications to the Policy and expressed his opinion that no other improvements or delays are necessary.

Resident Tom Hart agreed with the suggestion to defer approving the Policy until the new Master Association Board has reviewed it.

Regarding the policy and 90-day clause, Ms. Steinerts pointed out these are CDD roads; therefore, the CDD is granted the authority under the Statutes to have a towing enforcement policy and to enter into an agreement with a towing company. Whoever the CDD designates to administer the Policy must ensure they follow all the guidelines.

Resident Susan Doyle stated that, in the original Declaration, parking was limited to four hours and the Developer reduced it to two hours, which she felt is not sufficient if residents are entertaining. In her opinion, there should be no parking on the streets after a certain time.

Resident Tony O’Dea responded to Ms. Doyle’s comments and clarified that Section 4 of the Tenth Amendment pertains to clubhouse parking, which was reduced from four hours and street parking increased from one hour to two hours. Ms. Cerbone and Ms. Steinerts stated that the CDD has not adopted any rules regarding parking.

Mr. Ciranna asked for the minimum requirements and provided a sample of the Policies.

This item was deferred to the next meeting. Ms. Sanchez will email the Policy to the Master Association, District Counsel and others for review.

TENTH ORDER OF BUSINESS

Discussion: Juniper Landscaping of Florida, LLC Recommendation for Sabal Palm Replacement Under Warranty [10 minutes]

This item was presented in conjunction with the Eleventh order of Business.

ELEVENTH ORDER OF BUSINESS

Consideration of Juniper Landscaping of Florida, LLC, Fifth Addendum to Contract [5 minutes]

Ms. Cerbone presented the following options regarding replacing certain sabal palms that are currently under warranty:

- Proceed with replacing warranty items, like-for-like; warranty expires December 31, 2022.
- Execute the Amendment to the Construction Agreement extending the terms of the warranty to March 31, 2023, which allows the CDD to work with Juniper on alternate vegetation, as there may be a shortage of sabal palms.

The Board discussed like-for-like replacement. According to Juniper, there will be no problem obtaining sabal palms by the deadline. The Board agreed to proceed with staking and/or like-for-like replacement of items under warranty and to not proceed with executing the Fifth Addendum to the contract.

The Tenth and Eleventh Orders of Business will be removed from future agendas.

TWELFTH ORDER OF BUSINESS

Update: District FEMA Claim [5 minutes]

Ms. Cerbone discussed the following:

- Hurricane Ian: In an abundance of caution, the CDD submitted a claim to FEMA in the hopes of receiving 100% reimbursement of costs, although the CDD is not responsible for maintaining or cleaning up CDD roadway debris because the Master Associate maintains them.
- The deadline to file a FEMA claim for consideration of 75% reimbursement was extended to January 12, 2023; the deadline for consideration of 100% reimbursement passed.
- The Maintenance and Stormwater Agreement and Amendments were provided to the third-party FEMA Consultant, Rostan, for review.
- If engaged, Rostan felt that the next steps will be to work with FEMA to find out if the FEMA claim filed on November 21, 2022 can be transferred to the Master Association or if the Master Association must file its own claim.
- The fee to engage Rostan is a not-to-exceed amount \$25,000. Due to budget constraints, if the Board wants to proceed, the CDD will have to execute a Cost-Share Agreement with the Master Association.
- A Recovery Scope Meeting (RSM) with FEMA Representatives is scheduled for this Friday. CDD Staff, Mr. Chris Simmons and Mr. Curnutt will attend.

Discussion ensued regarding CDD and HOA responsibilities.

Ms. Cerbone and Ms. Steinerts defined the CDD’s statutory responsibilities, which are to protect the CDD’s assets, even though the day-to-day maintenance responsibilities are conveyed to the Master Association by the Agreement, until it is terminated.

No action was taken for the Thirteenth and Fourteenth Orders of Business.

Ms. Cerbone will provide an update after the FEMA meeting.

The Board agreed to hear public comments on this matter.

Ms. House asked if the CDD or the Master Association obtained an engineering or structural evaluation to identify any potential weak areas the CDD is not aware of. Ms. Cerbone stated that the District Engineer confirmed to her that the answer is no.

Regarding the sabal palm replacements, resident Bill Rymysza asked if Juniper’s scope of work included clean up and removal costs that the Master Association is incurring. Mr. Curnutt stated that anything related to the sabal palms is excluded from the Master Association invoice or billed to the CDD.

THIRTEENTH ORDER OF BUSINESS

Consideration of Rostan Solutions, LLC Agreement for Professional Services [5 minutes]

This item was discussed during the Twelfth Order of Business.

FOURTEENTH ORDER OF BUSINESS

Discussion/Consideration: Cost Share Agreement with the Mater Association Related to Rostan Solutions, LLC [5 minutes]

This item was discussed during the Twelfth Order of Business.

FIFTEENTH ORDER OF BUSINESS

STAFF REPORTS [5 minutes]

A. District Counsel: *Straley Robin Vericker*

▪ Wisdom Properties Litigation Update

This item was an addition to the agenda.

Ms. Steinerts reported the following:

- The CDD, Developer and the Master Association are defendants being sued in an injunction and declaratory action lawsuit filed by the adjoining property owner, Wisdom Properties, LLC.
- The complaint is about access to the property adjacent to the CDD, along the main road, and changes to the plat.
- The CDD's insurance carrier engaged a defense Attorney and the Motion to Dismiss was filed. A hearing date is pending.
- The Reservation of Rights letter from the CDD's insurance carrier provides that the insurance carrier is reserving its right to potentially deny coverage of the claim, on an indemnification level, but will provide a legal defense up to \$100,000. The CDD will be responsible for costs exceeding that amount, although she does not know the amount.
- If the Motion to Dismiss is not granted, the CDD might want to consider engaging Insurance Coverage Counsel for the limited purpose of reviewing the CDD's insurance policy and the Reservation of Rights to determine if the insurance carrier is interpreting the policy correctly, in potentially denying the claim.

Ms. Steinerts gave an overview of the Motion to Dismiss and voiced her opinion that it was very well written.

It was noted that Mr. Curnutt sent an e-blast on October 14, 2022 that contains a summary from the Attorney retained by the Master Association showing the actual property, the plat and the case being made by Wisdom Properties.

B. District Engineer: *AM Engineering, LLC*

There was no report.

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

- **NEXT MEETING DATE: TBD**
 - **QUORUM CHECK**

The December 7, 2022 meeting was cancelled. The next meeting will be on January 4, 2023.

<p>On MOTION by Mr. Blaser and seconded by Mr. Collins, with all in favor, authorizing Ms. Cerbone to cancel the December 7, 2022 meeting, was approved.</p>

SIXTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests [10 minutes]

Mr. Contardo suggested scheduling a Joint Workshop with the HOA to review CDD/HOA roles and responsibilities to the residents. This will be a discussion item on the next agenda. Overall, Mr. Contardo hoped the CDD, HOA and residents feel confident everyone is working in their best interests.

Mr. Blaser stated he is happy to work with everyone.

SEVENTEENTH ORDER OF BUSINESS

Public Comments [15 minutes]

Ms. House asked the Board to be mindful when scheduling CDD meetings so residents who work have the ability to participate.

Mr. Hart thanked Ms. Steinerts, Ms. Sanchez and Ms. Cerbone for their support and help in explaining complex issues.

A resident asked if anything can be done to address the parking issues. He was directed to contact HOA Counsel, as the CDD cannot take any action until a public hearing is held and certain processes are implemented.

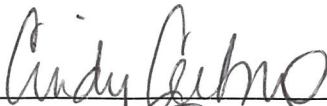
A resident reported observing County trucks on site diverting water and asked if the flooding after Hurricane Ian is a CDD stormwater issue. Ms. Cerbone stated that the District Engineer indicated that the river experienced a 1,000-year storm event, which no one could have predicted, and, in turn, it impacted the community. There was no damage to the CDD assets and improvements, such as the stormwater ponds. Mr. O'Dea confirmed this and discussed the on-site inspection after Hurricane Ian. He stated everything is functioning properly.

A resident reported observing water seeping underneath the road and expressed concern about shifting sand. Ms. Cerbone suggested emailing Mr. Curnutt.

EIGHTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Contardo and seconded by Mr. Collins, with all in favor, the meeting adjourned at 4:41 p.m.


Secretary/Assistant Secretary


Chair/Vice Chair