

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

The Board of Supervisors of the Toscana Isles Community Development District held a Regular Meeting on December 2, 2020, at 10:00 a.m., at the offices of Vanguard Land, LLC, located at 6561 Palmer Park Circle, Suite B, Sarasota, Florida 34238.

Present were:

Alex Hays	Chair
Brian Watson	Vice Chair
Daniel Peshkin	Assistant Secretary
Jeffrey Sweater	Assistant Secretary
Michael LaBoe	Assistant Secretary

Also present were:

Cindy Cerbone	District Manager
Daniel Rom	Wrathell, Hunt and Associates, LLC
Dana Collier (via telephone)	District Counsel
Steve Wood	Resident
Thomas Hart	Resident
John Peshkin	Vanguard Land, LLC

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at approximately 10:02 a.m. All Supervisors were present. The meeting was held outside at the Vanguard offices, the scheduled meeting location, to adhere to COVID-19 safety guidelines. Due to weather conditions, and after vetting legal procedures with District Counsel, Ms. Cerbone asked the Board Members if they wanted to continue holding the meeting in the parking lot of the Vanguard offices or relocate to the Comfort Suites, at 5690 Honore Avenue, Sarasota, Florida 34233, at which a conference room was reserved.

Mr. Hays supported relocating the meeting and motioned to recess the meeting and continue it at the hotel. Mr. LaBoe asked why his proposed change of the meeting location to the Clubhouse was not an option. Ms. Cerbone stated that the response from the Clubhouse

Property Manager was that the facility was not open to take reservations. Discussion ensued regarding why the response was not sent to the Board and District Counsel's input stating that Ms. Cerbone was not required to respond to Mr. LaBoe's request to view the email before the meeting recessed.

Due to contentious discussions and with an open motion on the floor, Ms. Cerbone recessed the meeting at 10:05 a.m. The meeting reconvened at 10:15 a.m.

Ms. Cerbone reiterated the available meeting location options and the open motion regarding recessing and reconvening the meeting at the Comfort Suites. She posed the question raised prior to the meeting recessing, in which, Ms. Collier stated that Ms. Cerbone was not required to provide Mr. LaBoe the email in the parking lot.

Ms. Cerbone stated that, if the Board decided to relocate the meeting, she would provide the email to Mr. LaBoe upon arrival at the hotel. Discussion ensued between Mr. LaBoe and District Counsel and Ms. Collier explained the protocol of continuing business and allowing District Staff a reasonable amount of time to provide documents to the requestor. A Notice indicating the new meeting location and address was posted on Vanguard's office door.

On MOTION by Mr. Hays and seconded by Mr. Peshkin, with Mr. Hays, Mr. Peshkin, Mr. Watson and Mr. Sweater in favor, and Mr. LaBoe dissenting, recessing the meeting at 10:17 a.m. and reconvening at the Comfort Suites conference room, at 5690 Honore Avenue, Sarasota, Florida 34233, was approved. [Motion passed 4-1]

The meeting reconvened at the Comfort Suites at 10:34 a.m.

Ms. Cerbone gave an overview of the reason for moving the meeting to the hotel, why the meeting was held at Vanguard and not the Clubhouse, which was voted on at the prior meeting and her recommendation to relocate the meeting to the hotel due to the weather conditions. She gave an overview of the discussions and actions that transpired prior to the meeting being recessed and stated that she gave Mr. LaBoe and the other Board Members a copy of the requested document.

Ms. Cerbone stated that, as the Facilitator, she sets the protocol to hold a productive meeting and, if speech and tone is combative, Board Members can call a point of order that

requires all discussions to stop, in order for everyone to compose themselves, after which she would then resume the discussions. She polled the Board Members, which required her to call a point of order; however, each Board Member then replied they were comfortable and would comply with the protocol.

- **Continued Roll Call**

All Supervisors were present.

- **Supervisor LaBoe – Discussion of Landowners’ Meeting**

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

Ms. Cerbone stated that Mr. LaBoe asked for this item to be added to the agenda. Mr. LaBoe noted that the agenda title differed from the title he provided to Ms. Cerbone.

Mr. LaBoe referred to the November 18, 2020 Landowners’ Meeting and asked if Ms. Cerbone’s statement of LALP Development, LLC having 311 voting units available to cast, which she certified with the Sarasota County Property Appraiser’s office, was correct. Ms. Cerbone stated that the general concept was correct; however, she would like to listen to the audio as she did not believe she used the word certify. Mr. Hays stated he felt comfortable with how the Landowners’ Election was conducted and about the proper votes and proxies of the various parties; however, he was uncertain if the District Manager’s office or other Board Members shared his opinion. Another Board Member concurred. Mr. Sweater was fine with the results, unless additional data to prove otherwise could be provided.

Mr. LaBoe referred to the information taken from the Property Appraiser’s office regarding Parcel #0375080001 and asked why the property records showed zero square feet and the proxy was for 174 acres. Mr. Hays stated that the Property Appraiser’s website also shows platted tracks for that Parcel I.D. and square footage, which, added up, would total the amount on the proxy form.

Ms. Cerbone stated that she provided Mr. LaBoe with most of the information he requested from the last meeting and asked Board Members to email her with questions prior to the meeting so she has time to research, to avoid further frustrations.

Mr. LaBoe asked Ms. Collier if the District is responsible for the yearly maintenance costs associated with the common areas and the lakes that LALP Development owns. He

referenced Parcel #0375080001 and Parcel #0375040001 and asked Ms. Collier to repeat his request. Ms. Collier complied and stated she would research ownership and maintenance of the properties. Ms. Cerbone would also email the information to Ms. Collier, along with the CDD Maintenance Agreement with the HOA and the Stormwater Association. In response to a question, Ms. Cerbone stated that only one person attempted to cast a ballot for Mr. LaBoe but had ripped up the document since Mr. LaBoe was already an elected Supervisor, via the General Election.

Mr. Sweater suggested providing formal training to new Board Members, so they understand the process, how things work and their assigned responsibilities, in order to hold efficient meetings. Ms. Cerbone stated that Board Members and residents may call her with questions. She offered, with Board approval, to hold a Workshop, which would also be open to the public. Workshops are held for discussion purposes only; the Board may not take action at the Workshop and must wait until the next regular meeting to take any action.

Ms. Cerbone stated that the change of wording in the agenda title was made in coordination with input from District Counsel. She would blind copy District Counsel's response to Mr. LaBoe and to the remaining Board Members. This item would remain on the agenda for follow up discussions.

SECOND ORDER OF BUSINESS

Update: Communications to Members of the Public

Ms. Cerbone received communications from a Board Member and Staff but had not received any communications from the members of the public.

THIRD ORDER OF BUSINESS

Public Comments

No members of the public spoke.

FOURTH ORDER OF BUSINESS

Approval of Requisition(s)

In response to Mr. Sweater's earlier comment regarding training, Ms. Cerbone explained that the Developer, for transparency reasons, requested that requisitions be placed on the

agenda, although it is not required. A process was already in place with the District Engineer certifying requisitions and transmitting them to the District Management office and then the requisitions are forwarded to the Trustee to release construction funds. A statement in the agenda indicates that full documents are available as a matter of public record, upon request. The Board chose to accept questions on agenda items instead of presenting them individually.

- A. 200, Nostalgic Lampposts & Mailboxes Plus, Inc. [\$765.00]
- B. 201, Boone, Boone & Boone, P.A. [\$2,087.80]
- C. 202, AM Engineering, LLC [\$5,000.00]
- D. 203, U.S. A. Services of Florida, Inc. [\$500.00]
- E. 204, Guy's Hauling & Dumpster Services, Inc. [\$1,327.39]
- F. 205, Environmental Consulting & Technology, Inc. [\$990.00]
- G. 206, Juniper Landscaping of Florida, LLC [\$550,257.74]
- H. 207, Lomski Engineering & Testing, Inc. [\$15,750.00]
- I. 208, LALP Development, LLC [\$8,064.15]
- J. 209, Core & Main [\$102,299.11]
- K. 210, AM Engineering, LLC [\$3,039.80]
- L. 211, Rusty Plumbing Company, Inc. [\$150,722.26]
- M. 212, Juniper Landscaping of Florida, LLC [156.80]
- N. 213, Becerra Construction of Central Florida, Inc. [\$22,735.00]
- O. 214, Guy's Hauling & Dumpster Service, Inc. [\$95.00]
- P. 215, Pennuto Underground Cable and Conduit, Inc. [\$2,247,000]
- Q. 216, Raymond Building Supply, LLC [\$4,429.52]
- R. 217, AM Engineering, LLC [\$577.50]
- S. 218, Lomski Engineering & Testing, Inc., [\$8,604.00]
- T. 219, Guy's Hauling & Dumpster Service, Inc. [\$459.09]
- U. 220, Precision Gate & Security, Inc. [\$350.00]
- V. 221, Care Electric, Inc. [\$6,645.00]
- W. 222, LALP Development, LLC [\$51.13]
- X. 223, Becerra Construction of Central Florida, Inc. [\$6,448.75]
- Y. 224, Guy's Hauling & Dumpster Service, Inc. [\$482.88]

Z. 225, Sarasota Land Services, Inc. [\$70,687.99]**AA. 226, CCI Carpentry, Inc. [\$3,272.00]**

Mr. LaBoe posed the following questions, some for which answers were provided in the meeting and, answers to questions that required further research, would be emailed to him, as the questions were not submitted to Management prior to the meeting:

➤ **Item 4I, Requisition 208, LALP Development, LLC [\$8,064.15]:** Which category did the Upbeat Site Furnishing invoice for a bike rack, in the amount of \$719.85, apply to in the District's Engineer's CIP estimated construction cost.

Mr. LaBoe asked for a legal opinion on Board Supervisors using the Series 2018 bond funds for this expense. Ms. Collier stated she would email an answer after reviewing the bond documents and invoice. Mr. Hays stated the category was "Roadways, Sidewalks & Pathways".

➤ **Item 4U, Requisition 220, Precision Gate & Security, Inc. [\$350.00]:** Why were the Precision Gate & Security Inc., invoices paid, as the gates have not worked since June 2019.

At Mr. Hays' request, Ms. Cerbone explained that the role of the Board of Supervisors is to provide the overall direction for the District. Requisitions are presented as a point of reference, as the Chair or District Manager were delegated to interact with the various contractors and to manage the contracts, in that the Developer manages the construction of the CIP and the District Engineer reviews and certifies that the requisition expenses have met the criteria listed in prior documents. Mr. LaBoe asked who inspected the work to ensure its completion and does the District Engineer sign off on the invoices. Ms. Cerbone stated the District Engineer is responsible for signing, sealing and certifying all requisitions.

➤ **Item 4J, Requisition 209, Core & Main [\$102,299.11]:** Referring to the purchase of shovels, can the District use the Series 2018 Series Bond funds for capital purchases.

Discussion ensued. Ms. Collier stated she would email Mr. LaBoe the information of how the Series 2018 Bond funds were intended to be spent. Discussion ensued regarding the CDD's tax exempt status, blanket purchase orders, request that Board Members submit questions prior to the meetings, the option to schedule a workshop for new Board Members and whether Supervisors approving requisitions negates the liability of the District Engineer.

➤ **Item 4X, Requisition 223, Becerra Construction of Central Florida, Inc. [\$6,448.75] and Item 4AA, Requisition 226, CCI Carpentry, Inc. [\$3,272.00]**

Mr. LaBoe requested a legal opinion on the Board Supervisors using the Series 2018 bond funds for Unit 1 expenses and asked if it was noted in the Master Trust Agreement or Indenture. Ms. Collier stated she would email the answer to Mr. LaBoe after reviewing the bond documents and invoice and would send those documents to him.

On MOTION by Mr. Hays and seconded by Mr. Peshkin, with Mr. Hays, Mr. Peshkin and Mr. Watson in favor and Mr. LaBoe and Mr. Sweater dissenting, Requisitions 200 to 226, as listed, were approved. [Motion passed 3-2]

Going forward, requisitions would continue to be included in the agenda package.

Ms. Cerbone polled the Board and each Board Member stated they would submit questions to the District Manager prior the meetings in order to have productive meetings. She suggested placing the requisitions on the agenda, monthly, to allow Supervisors more time for review; other options would be offered to the Board at the next meeting.

FIFTH ORDER OF BUSINESS

Ratification of Contract(s)/Change Order(s)/Purchase Order(s)/Proposal(s)

Ms. Cerbone presented the following and explained each expense:

A. Change Order: Sarasota Land Services, Inc., Change Order #7, for Replacement of Unsatisfactory Subgrade Material and Crushed Concrete

Mr. LaBoe asked if Sarasota Land Services, Inc., (SLS) was the same contractor who installed substandard materials that needed to be replaced and if the GeoTech Engineer was employed by AM Engineering. He requested copies of contracts from SLS and contracts for roadwork and road milling.

On MOTION by Mr. Watson and seconded by Mr. Peshkin, with Mr. Hays, Mr. Peshkin and Mr. Watson in favor and Mr. Sweater and Mr. LaBoe dissenting, Sarasota Land Services, Inc., Change Order #7, to remove and replace materials and install additional crushed concrete, in a not-to-exceed amount of \$12,982.51, was ratified and/or approved. [Motion passed 3-2]

B. Contract: Duraserv Corp dba Action Automatic Door and Gate Contract for Entry Gates Project

Mr. LaBoe asked if the project went out for bid. While Ms. Collier reviewed the Florida Statutes to determine the construction threshold amount required to go out to bid, the next item followed.

C. Proposal: Juniper Landscaping of Florida, LLC Proposal 97216 for Lot 659 Mainline Break Repair

Mr. Sweater asked if the contractor should be held responsible and be required to pay for the damages they cause. Mr. Hays stated typically, yes; however, contractors are sometimes unaware that certain underground infrastructure was installed, although they try to coordinate the contractors on site.

Mr. LaBoe asked for the name of the on-site Construction Manager for the 2018 project and asked if the on-site Manager researched who may have broken the items. Mr. Hays stated that the Board authorized the Chair and the District Manager to manage the various contracts and day-to-day operations of the construction. In response to Mr. LaBoe's question, Ms. Collier confirmed that the Chair and District Manager, pursuant to a Resolution, were delegated the authority to conduct the on-site activity with regard to construction on that project.

On MOTION by Mr. Peshkin and seconded by Mr. Hays, with Mr. Hays, Mr. Peshkin and Mr. Watson in favor and Mr. Sweater and Mr. LaBoe dissenting, Juniper Landscaping of Florida, LLC Proposal 97216 for Lot 659 Mainline Break Repair, in a not-to-exceed amount of \$166.69, was ratified and/or approved. [Motion passed 3-2]

▪ Contract: Duraserv Corp dba Action Automatic Door and Gate Contract for Entry Gates Project

Discussion of this item, Item 5B, resumed.

Ms. Collier stated that, pursuant to the District's Rules and Florida Statutes, the District's threshold amount to require a Request for Proposals (RFP) Notice of Invitation to bid for construction contracts was over \$500,000.

On MOTION by Mr. Peshkin and seconded by Mr. Hays, with Mr. Peshkin, Mr. Hays and Mr. Watson in favor and Mr. Sweater and Mr. LaBoe dissenting, the Duraserv Corp dba Action Automatic Door and Gate Contract for Entry Gates Project, in a not-to exceed amount of \$27,750, was ratified and/or approved. [Motion passed 3-2]

D. Proposal: CCI Carpentry, Inc. Mailbox Framing Proposal

Mr. Sweater asked to change his vote on Agenda Item 5C.

On MOTION by Mr. Peshkin and seconded by Mr. Hays, with all in favor, reconsideration of the prior motion on the Juniper Landscaping of Florida, LLC, Proposal 97216 for Lot 659 Mainline Break Repair, in a not-to-exceed amount of \$166.69, was approved.

ON MOTION by Mr. Peshkin and seconded by Mr. Hays, with Mr. Hays, Mr. Peshkin, Mr. Sweater and Mr. Watson in favor and Mr. LaBoe dissenting, the Juniper Landscaping of Florida, LLC Proposal 97216 for Lot 659 Mainline Break Repair, in a not-to-exceed amount of \$166.69, was ratified and/or approved. [Motion passed 4-1]

Mr. LaBoe asked again for the legal opinion on Board Supervisors using the Series 2018 bond funds for Unit 1 expenses.

On MOTION by Mr. Hays and seconded by Mr. Peshkin, with Mr. Hays, Mr. Peshkin and Mr. Watson in favor and Mr. Sweater and Mr. LaBoe dissenting, the CCI Carpentry, Inc., Mailbox Framing Proposal, in a not-to-exceed amount of \$3,272, was ratified and/or approved. [Motion passed 3-2]

SIXTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Straley Robin Vericker*

There being no report, the next item followed.

B. District Engineer: *AM Engineering, LLC*

There being no report, the next item followed.

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

I. Discussion: Full Agenda Documents Upon Request

Per the Board's request, all supporting materials listed on the agenda, would be included in the agenda package.

II. NEXT MEETING DATE: December 16, 2020 at 10:00 A.M.

○ **QUORUM CHECK**

The next meeting would be held December 16, 2020 at 10:00 a.m. Supervisors gave suggestions on where to hold the next meeting to accommodate over 40 attendees. Discussion ensued regarding location options and changing capacity to 25. Ms. Cerbone was asked to book and advertise the Comfort Suites location until the Clubhouse becomes available to take reservations, negotiate fees for the next six meetings, find other locations to accommodate 25 people and email follow up questions to the Property Manager regarding when the Clubhouse would take reservations and transmit the response to the Board, upon receipt.

On MOTION by Mr. Peshkin and seconded Mr. Hays, with all in favor, authorizing Ms. Cerbone to schedule the December 16, 2020, 10:00 a.m., meeting at the Comfort Suites, 5690 Honore Avenue, Sarasota, Florida 34233, and present additional information, as requested by the Board, on the availability of the Clubhouse and other options in the vicinity, was approved.

SEVENTH ORDER OF BUSINESS**Board Members' Comments/Requests**

- **Supervisor LaBoe – Discussion of Landowners' Meeting**

This item was presented following the First Order of Business.

Mr. LaBoe referred to the Florida Statute as to records kept at the Local Records Office and asked for the legal definition of the meaning of the term "any and all corporate acts". Ms. Collier stated that, the term "any and all corporate acts" is not defined in the Statute. When read in the context of Subsection 7 of the Florida Statutes, with regard to the permanent record book, documents such as meeting minutes, Resolutions and items that identify any corporate action of the CDD are the types of items that one would consider would be in the permanent record of proceedings of the CDD. Other items, related to RFP bids, contracts, financial statements, etc., fall under public records law. She further explained to Mr. LaBoe the

difference between corporate acts and public records items and the types of items that would be in the permanent record book of the CDD.

Mr. LaBoe asked when the terms of Supervisors Peshkin and Hays expire. Ms. Cerbone stated in November 2022.

EIGHTH ORDER OF BUSINESS

Public Comments

Resident Steve Wood stated that he observed cracks every 20' on newly paved roadways and he was concerned about replacing curbing that should last 20/30 years. He noted the location of several sewer grates that, in his opinion, pose a potential safety hazard. He stated he was attending the meeting to ensure that funds are being spent properly.

Mr. LaBoe asked if the work being performed by CURBCO was related to the \$31,000 contract for 775 lineal feet that was approved at the last meeting. Mr. Hays replied affirmatively. Despite it being noted earlier in the meeting that Ms. Collier would provide Mr. LaBoe with answers following further research, Mr. LaBoe again reiterated his request for a legal opinion regarding Board Supervisors using the Series 2018 bond funds for Unit 1 expenses.

NINTH ORDER OF BUSINESS

Adjournment

There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. Sweater and seconded by Mr. Hays, with all in favor, the meeting adjourned at 12:48 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair