

**MINUTES OF MEETING
DOWDEN CENTRAL
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of the Dowden Central Community Development District was held Thursday, **March 27, 2026**, at 9:30 a.m. at the Offices of GMS-CF, LLC, 219 E. Livingston Street, Orlando, Florida.

Present and constituting a quorum:

Ralph “Chuck” Bell	Chairman
Neil Weiderhaft	Vice Chairman
Amy Herskovitz	Supervisor
Stephannie Coffin	Supervisor
Tom Franklin <i>by phone</i>	Supervisor

Also present were:

Jason Showe	District Manager, GMS
Mitchell Zwang	District Counsel, KVV
Meredith Hammock <i>by phone</i>	District Counsel, KVV
Rey Malave <i>by phone</i>	District Engineer
Chace Arrington <i>by phone</i>	District Engineer
Sete Zare	MBS

FIRST ORDER OF BUSINESS

Introduction

A. Roll Call

Mr. Showe called the meeting to order and called roll. Four Board members were present in person constituting a quorum.

B. Public Comment Period

Mr. Showe stated there were no members of the public present nor were any members of the public attending by Zoom.

C. Oath of Office

Mr. Showe administered the oath of office to all of the Board members.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Confirmation of Notice of Meeting

Mr. Showe confirmed the notice for this meeting was published in the Orlando Sentinel.

B. Information on Community Development Districts and Public Official Responsibilities and Florida Statutes Chapter 190

Mr. Showe stated I know all of the Board members are on other Boards and are well aware of these items. Mr. Zwang stated he would be happy to answer any questions. He noted Chapter 190 is the primary statutory authority for CDDs. He offered to take any questions regarding Sunshine law, public records, code of ethics and voting conflicts. Mr. Franklin asked to go through the process to make sure all the development agreements are in place.

C. Election of Officers

1. Consideration of Resolution 2026-01 Electing Officers

Mr. Bell nominated himself to serve as the Chair, Neil Weiderhaft to serve as Vice Chair, Stephanie Coffin, Amy Herskovitz, Tom Franklin, and Jason Showe as Assistant Secretaries. George Flint will also serve as a Secretary.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-01 Electing Officers as slated above, was approved.

2. Consideration of Resolution 2026-02 Appointing Treasurer and Assistant Treasurer

Mr. Showe stated Jill Burns will serve as Assistant Treasurer and Katie Costa and Sheik Neerooa will serve as Assistant Treasurers.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-02 Appointing Treasurer and Assistant Treasurer, was approved.

THIRD ORDER OF BUSINESS

Consent Agenda

A. Consideration of Contract for District Management Services

1. Consideration of Resolution 2026-03 Appointing District Manager, Methodology Consultant and Designating Public Records Custodian

- B. Consideration of Agreement for District Counsel Services**
 - 1. Consideration of Resolution 2026-04 Appointing District Counsel**
- C. Consideration of Resolution 2026-05 Selection of Registered Agent and Office**
- D. Consideration of Resolution 2026-06 Appointing Interim District Engineer**
- E. Consideration of Interim District Engineering Agreement**
- F. Request Authorization to Issue RFQ for Engineering Services**
- G. Consideration of Resolution 2026-07 Designating a Qualified Public Depository**
- H. Consideration of Resolution 2026-08 Establishing Checking Account and Authorization of Bank Account Signatories**
- I. Consideration of Resolution 2026-9 Relating to Defense of Board Members**
- J. Consideration of Resolution 2026-10 Ratifying District Counsel’s Actions in Recording in the Property Records of Orange County, Florida the “Notice of Establishment” in accordance with Chapter 190.0485, Florida Statutes**
 - 1. Notice of Establishment**
- K. Consideration of Resolution 2026-11 Adopting Investment Guidelines**
- L. Consideration of Resolution 2026-12 Authorizing Execution of Public Depositor Report**
- M. Consideration of Resolution 2026-13 Designating a Policy for Public Comment**
- N. Consideration of Resolution 2026-14 Adopting Prompt Payment Policy**
- O. Consideration of Resolution 2026-15 Adopting a Records Retention Policy**
- P. Consideration of Resolution 2026-16 Adopting an Internal Controls Policy**
- Q. Consideration of Compensation to Board Members**
- R. Consideration of Resolution 2026-17 Designating the Primary Administrative Office and Principal Headquarters of the District**
- S. Consideration of Resolution 2026-18 Selecting Local District Records Office**
- T. Consideration of Website Services Agreement**
- U. Consideration of Resolution 2026-19 Authorizing Chairperson and Vice Chairperson to Execute Plats, Permits and Conveyances**
- V. Consideration of Resolution 2026-20 Authorizing Spending Authority**
- W. Consideration of Resolution 2026-21 Authorizing the Use of Electronic Documents and Signatures**
- X. Consideration of Resolution 2026-22 Authorizing Disbursement of Funds**
- Y. Consideration of Resolution 2026-23 Adopting Direct Purchase Forms**
- Z. Consideration of Fiscal Year 2026 Budget Funding Agreement**

Mr. Showe asked for a motion to approve the consent agenda. Mr. Showe offered to take any questions from anyone on the resolutions.

On MOTION by Mr. Weiderhaft, seconded by Mr. Bell, with all in favor, the Consent Agenda Items A-Z, were approved.

FOURTH ORDER OF BUSINESS

New Business

A. Consideration of Resolution 2026-24 Designation of Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2026

Mr. Showe stated the meetings will be on the third Thursday of the month at 8:30 a.m.

On MOTION by Mr. Bell, seconded by Ms. Weiderhaft, with all in favor, Resolution 2026-24 Designating Regular Monthly Meetings on the Third Thursday of the Month at 8:30 a.m., was approved.

B. Consideration of Resolution 2026-25 Designation of Landowner’s Meeting Date, Time, and Location

Mr. Showe stated part of the establishment is that they are required under Florida statutes to set a landowner’s meeting within 90 days of the District being created. Recommendation would be to set this for May 21, 2026 which gives enough time to do the full advertisement.

On MOTION by Mr. Bell, seconded by Ms. Herskovitz, with all in favor, Resolution 2026-25 Designating the Landowner’s Meeting for May 21, 2026, was approved.

C. Designation of Date of Public Hearing to Adopt Rules of Procedure in accordance with Section 120.54, Florida Statutes

1. Consideration of Resolution 2026-26 Setting the Public Hearing to Consider the Proposed Rules of the District

Mr. Showe stated they are required to advertise a public hearing on adopting rules of procedure for the District. Recommendation is to set the hearing for May 21st.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-26 Setting a Public Hearing for Proposed Rules on May 21, 2026, was approved.

D. Designation of Date of Public Hearing on the Budget for Fiscal Year 2026

1. Consideration of Resolution 2026-27 Setting the Public Hearing and Approving the Proposed Fiscal Year 2026 Budget

Mr. Showe noted Resolution 2026-27 is approving a proposed budget for the remainder of Fiscal Year 2026 as well as to set a public hearing to adopt that budget. Behind that is a proposed budget that is attached and also authorizes them to get this to the city within 60 days. This will all

be developer funded for the remainder of the year. Any expenses to the District will be directly requested from the developer for funding. Mr. Showe noted they haven't done the Fiscal Year 2027 budget yet because of getting the assessments done so it will take a little more work to get all the contracts and review all of those items for Fiscal Year 2027. He anticipates having numbers on that by the May meeting. Recommendation for the public hearing is June 18th.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-27 Setting a Public Hearing and Approving the Proposed Fiscal Year 2026 Budget on June 18, 2026, was approved.

E. Consideration of Resolution 2026-28 Setting Date of Public Hearing Expressing the District's Intent to Utilize the Uniform Method of Levying, Collecting and Enforcing Non-Ad-Valorem Assessments in accordance with Section 197.3632, Florida Statutes

Mr. Showe stated they need to set a hearing that indicates that they will be using the uniform method which is to collect assessments on roll. It is a requirement for the CDD. Recommendation is the May 21st meeting.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-28 Setting a Public Hearing for 197 for May 21, 2026, was approved.

F. Consideration of Resolution 2026-29 Adopting District Goals and Objectives

Mr. Showe stated the District is required to create goals, objectives and performance measures. They are standardized goals and objectives which are things that the District is statutorily required to do. These are required annually along with a report that summarizes their goals and whether they have been achieved or not.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-29 Adopting Goals and Objectives, was approved.

FIFTH ORDER OF BUSINESS

Capital Improvements

A. Appointment of Financing Team

1. Consideration of Resolution 2026-30 Appointing Bond Counsel

Mr. Showe stated since they will start the bond process quickly, they have provided all the documents needed to get the bond financing team in order. Akerman has provided an engagement letter which is included as part of the agenda. Counsel drafted Resolution 2026-30 to appoint them as bond counsel.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-30 Appointing Akerman as Bond Counsel, was approved.

2. Consideration of Resolution 2026-31 Appointing Investment Banker

Mr. Showe stated appoints MBS Capital as your investment banker.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-31 Appointing MBS Capital as Investment Banker, was approved.

3. Assessment Administrator

Mr. Showe stated this is already approved as part of the District Manager's agreement.

4. Trustee

Mr. Showe stated the Trustee will be US Bank.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, US Bank as Trustee, was approved.

B. Approval of Financing Team Agreement

Mr. Showe stated this is an agreement between the District and the developer stating they will pay for the cost if for some reason the bond financing doesn't go through. The majority of the cost once the bonds are issued will be covered through that process but this provides some assistance to the District in case for some reason the bonds don't get issued.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, the Financing Team Funding Agreement, was approved.

SIXTH ORDER OF BUSINESS

Financing Matters

A. Consideration of Resolution 2026-32 Authorizing the Issuance of Bonds and Authorizing the Commencement of Validation Proceedings

Mr. Showe stated this would authorize the issuance of bonds as well as the commencement and validation process. Attached to this will be the form of the Master Trust Indenture which they will review. We ask the Board to approve this resolution subject to Counsel’s review of that Master Trust Indenture since they received it late last night.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-32 Authorizing Issuance of Bonds and Validation, was approved subject to counsel’s review.

B. Imposition of Assessments

1. Consideration of Master Engineers Report

Mr. Showe stated staff has already worked on the Master Engineer’s Report as well as the Master Methodology. They have been circulated and are in good form.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, the Master Engineer’s Report, was approved.

2. Consideration of Master Assessment Methodology

Mr. Showe noted they have prepared the Master Assessment Methodology. For purposes the Board will note that these will be considered maximum costs. They have taken the cost of everything in the engineer’s report and applied that to every lot throughout the proposed development. Typically, it is not assessed that high when the bonds are actually issued. For purposes of validation, they prepare it at the maximum amount to ensure the District has sufficient capacity.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, the Master Assessment Methodology, was approved.

3. Consideration of Resolution 2026-33 Declaring Special Assessments and Setting a Public Hearing on Special Assessments

Mr. Showe stated this is the document that will set the public hearing which will declare special assessments on the property. May 21st is recommended for this hearing to have time to get the advertisements in.

On MOTION by Mr. Bell, seconded by Mr. Weiderhaft, with all in favor, Resolution 2026-33 Declaring Special Assessments and Setting a Public Hearing on Special Assessments on May 21, 2026, was approved.

SEVENTH ORDER OF BUSINESS

Other Business

A. Staff Reports

1. Attorney

Mr. Zwang stated E-Verify requires all public agencies to verify employment eligibility for new employees under the US Department of Homeland Security regulations. There is a memorandum included for reference. He provided an update on the recent legislative session.

2. Manager

Mr. Showe had nothing further to report.

B. Supervisors Requests

There being no comments, the next item followed.

C. Approval of Funding Request No. 1

Mr. Showe stated they have put in enough request to cover both the insurance for the remainder of the year as well as some operating funds to get all the staff working and get all the advertisements made that are needed. It's an initial funding request of \$75K.

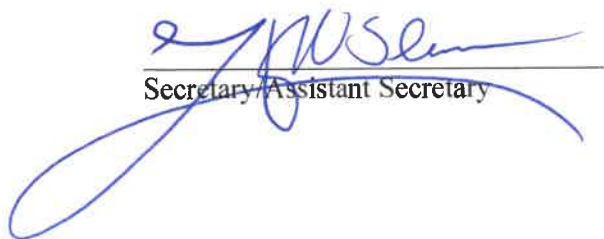
Mr. Bell noted the bill to is incorrect. The updated mailing address needs to be reflected. Mr. Showe noted he will get that updated before sending it out.

On MOTION by Mr. Bell seconded by Mr. Weiderhaft, with all in favor, Funding Request No. 1, was approved.

EIGHTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Bell seconded by Mr. Weiderhaft, with all in favor, the meeting was adjourned.



Secretary/Assistant Secretary



Chairman/Vice Chairman