

**MINUTES OF MEETING
BROOKS OF BONITA SPRINGS & BROOKS OF BONITA SPRINGS II
COMMUNITY DEVELOPMENT DISTRICTS**

The Boards of Supervisors of the Brooks of Bonita Springs & Brooks of Bonita Springs II Community Development Districts held a Joint Special Meeting on November 30, 2021 at 1:00 p.m., at The Commons Club at The Brooks Enrichment Center, 9930 Coconut Road, Bonita Springs, Florida 34135.

Present for Brooks CDD were:

James Merritt	Chair
Sandra Varnum	Vice Chair
Rollin Crawford (via telephone)	Assistant Secretary
Bill Docherty	Assistant Secretary
William Stoehr	Assistant Secretary

Present for Brooks II CDD were:

Joseph Bartoletti	Chair
Ray Pierce	Vice Chair
Ken D. Gould	Assistant Secretary
Thomas Brown (via telephone)	Assistant Secretary
Thomas Bertucci	Assistant Secretary

Also present were:

Chuck Adams	District Manager
Cleo Adams	Assistant District Manager
Shane Willis	Operations Manager
Dan H. Cox (via telephone)	District Counsel
Brent Burford	District Engineer
Jim Dunlap	Board - Shadow Wood Community Assoc.
Ben Bippen	Board - Shadow Wood Community Assoc.
Roger Whited	President, Director of Long Leaf
Walt Fuehrer	President of Northridge at Shadow Wood
Jim Ward	President of The Commons Club
Tom Stitchberry (via telephone)	Director of The Commons Club

Residents present were:

Bill Hollister	Chuck Burris	Cindy Nielsen
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Kim Huttenlocher

Alex Messerle

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Adams called the meeting to order at 1:02 p.m. For Brooks of Bonita Springs, Supervisors Varnum, Dockerty and Stoehr were present, in person. Supervisors Merritt and Crawford were not present at roll call. For Brooks of Bonita Springs II, Supervisors Bartoletti, Pierce, Gould and Bertucci were present, in person. Supervisor Brown was attending via telephone.

On MOTION for Brooks of Bonita Springs II by Mr. Bertucci and seconded by Mr. Pierce, with all favor, authorizing Mr. Brown's attendance and full participation, via telephone, due to exceptional circumstances, was approved.

Mr. Merritt arrived at the meeting at 1:06 p.m.

SECOND ORDER OF BUSINESS

Public Comments (*agenda items only*)

Resident Bill Hollister, of Shadow Wood, asked for the status of the Shadow Wood Country Club (SWCC) request to purchase preserve land property in the Brooks II CDD and if it would be the ongoing policy of the CDDs to help the four landlocked communities by continuing to recapture more environmentally sensitive parcels for development.

Resident Chuck Burris, of Spring Run, asked if there are plans to address maintenance issues at the pickleball courts.

Resident Cindy Nielson, of Shadow Wood and representing The Brooks Pickleball Club Board of Directors, thanked the other Pickleball Club Board Members and several others for working very hard to make pickleball the greatest amenity at The Brooks. She reported the following statistics about pickleball in The Brooks:

- There are 335 pickleball members registered on CourtReserve, which represents 243 households. A total of 217 reservations were made in November 2021.

- Court utilization charts reflect fairly significant usage, even though it is not yet peak season.
- Intermediate open play is held on Monday, Wednesday and Friday from 9:00 a.m. to 11:00 a.m.; it is the most popular time to play. Sunday morning was added to the schedule to accomodate more players. She thanked Alex and Ed for monitoring open play and checking in players to obtain accurate numbers.
- All teams are full. Registration for league play starts in January and consists of two men's, two mixed and three women's teams.
- 90 players were registered to play on teams and 12 were placed on the waiting list. There is enough interest that they could fill one 3L men's team and another women's 3L35 team.
- The CourtReserve system is working well.
- Special Events: 30 players attended the first social event and numbers for the second event were unknown. Two other events are scheduled for December 12, 2021 and January 1, 2022.
- Friday night and Saturday afternoon have evolved into social, open play time with about 40 players enjoying food and drinks.
- The Brooks created the "Pickle Press" monthly newsletter and Facebook page.
- In-house teaching professional and nationally ranked fourth in the nation resident Linda Thompson, of Spring Run, offers lessons and clinics. She also volunteered to put on pro-exhibits for everyone at The Brooks, which will be incorporated into the kick-off event in late January.
- Multiple families and grandchildren of all ages can be seen learning to play pickleball.
- Courts are busy from 7:00 a.m. to 8:00 p.m.

Mr. Crawford's attendance via telephone was confirmed at 1:15 p.m.

THIRD ORDER OF BUSINESS

Update: Pickleball Discussions with The Commons Club

Mr. Bartoletti discussed the following various items discussed with The Commons Club:

- Discussions included the existing three courts and adding three in the current location and then swayed over to review of the new site plan, in which the three existing courts would be demolished and six new courts would be built at the new location.
- Regarding development costs and maintenance, repair and operating responsibilities, the CDDs would construct the six new courts and share the development costs and then The Commons Club would be responsible for maintenance, repair and operating the courts and for the end-of-life replacement costs of all six courts. They would also be responsible, if needed in the future, to construct additional courts above the six and for leasing the additional land.
- Regarding what happens to the unused land, the CDDs preferred to reserve the remainder of the park for the HOAs to use as needed. The amenity park is 3.73 acres.
- Regarding access, it would be considered appropriate to lock the existing courts rather than installing a perimeter fence.
- A new site plan that accommodates 17 courts and corrects the direction of the courts and the seating area, is necessary. This would require extending into the playground area; however, this is an issue, as the first thing you encounter is the restrooms.
- Mr. Merritt stated that, initially, The Commons Club's preference was to lease the entire property but they were advised that it is not an option at this time because the CDDs want to honor their commitments to the HOAs to provide an opportunity to use some land, as needed, since everyone is already landlocked. He stated that The Commons Club requested and received the right of first refusal when selling the land but not for lease.

Mr. Merritt believed it was in the best interest of the CDDs to keep the unused land in order to handle the long-range needs of the community, which would likely increase in value.

Discussion ensued regarding determining the cost, assessments and accessibility. In response to a question, Mr. Ward stated that, if The Commons Club leases the entire property, it would devise a plan to accommodate all 3,800 homes through some type of membership, which would need to be discussed further.

Mr. Merritt felt that the lease provision is solid and a first step to give the Pickleball Club time to demonstrate the use and growth of the sport over the next 18 to 24 months.

Mr. Crawford agreed with Mr. Merritt's comments and voiced his opinion that it also gives The Commons Club time to manage an operation that will make it the kind of "High Class" operation that will attract a lot of new members. He commended The Commons Club on their efforts to determine what to do and how to do it and for attending this meeting. He believed that they too should be given the opportunity to help with the details and arrangements for the next pickleball courts to ensure they are in line with an ultimate plan that makes sense, if they are going to ultimately be the operator of it.

Mr. Crawford suggested contacting organizations, aside from Johnson Engineering, that are familiar with designing not only the courts but also pickleball facilities with amenity features within them that will increase play and become a more valuable asset to all the communities.

Mr. Bertucci stated his support of The Commons Club and the CDDs moving forward with the plans. He asked if current Non-Commons Club members must join The Commons Club. Mr. Ward reiterated that The Commons Club would devise a membership plan to accommodate all homeowners. A Board Member stated he would change his vote from no to yes for the Resolution that was approved not to spend any more funds on this project. Mr. Adams advised the Boards could just proceed with a new motion.

Mr. Gould was concerned with resolving the issue of the CDDs requirement to allow non-residents use of the facilities; otherwise, in his opinion, it would become a greater issue.

Regarding the non-resident usage matter, some responded that some non-residents were seen using the courts but the numbers were nominal as only homeowners have access to the reservation system and have kept the schedule full.

Resident Kim Huttenlocher stated her opinion that the CDDs are not excluding the public, as she observed several non-resident guests playing during open play.

Discussion ensued regarding defining open play and scheduled play, as opposed to un-scheduled play, which differed from providing non-resident use, which typically requires paying a membership fee to use the courts. A Board Member read a portion of Mr. Cox's Memorandum, "Lease or Sale of District Owned Property", which addressed that issue, and was distributed during the meeting.

Mr. Cox referred to a similar instance with the Jacksonville Airport Authority issuing ground leases for industrial parks, which, by their very nature, are exclusive and do not allow the public to enter. He stated that the CDDs would no longer be tied, once there is an exclusive lease that manages and funds the facilities, such that the other entity, not the CDDs, can structure the operations however is best for the community.

Some Board Members wanted to know the specific costs before they would consider spending additional CDD funds. Discussion ensued regarding the suggestion to create a sub-committee; Mr. Crawford was not in favor of a sub-committee. They discussed the duties of a sub-committee comprised of representatives from the CDDs, The Commons Club and the Pickleball Club, including working on the issues, creating the concept, preparing a site plan so that the CDDs can obtain the costs and contacting parties like the Tennis Association, who can provide guidance and are familiar with designing these types of facilities. This would be in addition to designating Mr. Bartoletti and Mr. Merrit to speak with The Commons Club representative about items related to the lease, costs and legalities. Ms. Nielsen was asked to seek design contractor recommendations from Ms. Thompson and to ask the Pickleball Club Board who they want to designate to sit on the sub-committee.

Director of The Commons Club, Tom Stitchberry, was concerned about the possibility of any tax-paying homeowner arguing that they can use the courts without being a Commons Club or Pickleball Club member.

Mr. Cox explained the following:

- Once an exclusive lease is in place and the program funds itself through membership and play fees, the lessee then has full control to keep non-Brooks residents off the courts.
- To avoid being challenged on the decision and make this a clean argument for the CDDs, the CDDs should not use special assessments to fund any portion of this project.
- Using CDD funds to pay for due diligence items to make the decision on whether to sell, keep or lease the property would be acceptable.
- The shared development and capital cost approach would not be a “deal killer” but it will make it a little more difficult if someone challenges it.

Discussion ensued regarding the challenges and possible risk of the shared development and shared cost approach. A Board Member stated his opinion that the shared approach is the only way the deal could be finalized. Mr. Adams noted that today, the Boards are only approving proceeding with the due diligence necessary to finalize a lease agreement; it is not authorizing proceeding with actual construction.

Ms. Varnum felt that she should abstain from voting on this matter because she is also on The Commons Club Board. Mr. Adams stated that, since she does not have a direct monetary conflict of interest, she is not allowed to abstain from voting. Mr. Cox agreed and stated there is no conflict that requires refusal, as both entities equally benefit from this.

On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Mr. Crawford, with all in favor, proceeding with expenditure of the necessary incremental funds to prepare the design and construction plan to construct six pickleball courts, with a Shared Cost Agreement with The Commons Club to share the cost of the design and construction plan that is necessary to finalize a lease agreement, was approved.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Mr. Bertucci, with all favor, proceeding with expenditure of the necessary incremental funds to prepare the design and construction plan to construct six pickleball courts, with a Shared Cost Agreement with The Commons Club to share the cost of the design and construction plan that is necessary to finalize a lease agreement, was approved.

In response to a request for a copy of the motion, a copy of the audio file of today's meeting would be provided to Mr. Ward to forward to Mr. Tom Stitchberry.

In response to a request, Mr. Ward stated that he was okay with assigning The Commons Club as the entity responsible for finding the necessary expertise for the design or otherwise, and for putting the site development program into effect. It was clarified that all proposals must be presented to the Boards for approval before any costs are expended.

Mr. Bartoletti asked Mr. Burris if the maintenance issues at the pickleball courts are safety related. Mr. Burris stated none that he was aware of. Regarding whether to proceed with making repairs to address the lighting issues, Mrs. Adams stated she was obtaining proposals but was having difficulty because the vendors do not make those fixtures anymore.

Discussion ensued about possible liability issues, pressure washing the courts and converting to LED lighting, which does not require a ballast. Mrs. Adams stated she would inspect the courts and have them cleaned, if necessary, and she is working with Bentley Electric on the lighting issue.

FOURTH ORDER OF BUSINESS

Discussion: CDD Preserve Property Sale

Mr. Bartoletti stated that the CDDs' stance, at the last meeting, was to ask the Shadow Wood County Club (SWCC) to obtain confirmation from the Shadow Wood Community Association (SWCA) and surrounding communities that they have no objections to the SWCC's request to purchase CDD preserve land.

Mr. Adams pointed out the preserve land parcel, identified as Wetland 3 (W-3) on the map, which is 3.5 acres along Three Oaks Parkway and the south and east intersection of Williams Road; the land would require mitigation. The SWCC would incur all costs associated with this request and be responsible for obtaining all approvals.

Mr. Adams responded to questions regarding the location and lot size, the SWCC's plan to relocate its golf course maintenance facility to that location and writing the specific use of the property into the deed.

A Board Member discussed his conversation with SWCC President Tim Forbes about his plans to meet with the SWCA Board on December 8, 2021 to discuss plans to relocate the joint maintenance facility and develop a pickleball court and a resort style pool at the old location. If the CDDs approve the sale, Mr. Forbes has committed to attend a meeting to discuss what is being proposed.

Mr. Bartoletti stated he would work on doing a better job conveying information to the communities.

Mr. Ward stated, as a resident of Spring Run, he felt that the CDDs are opening a “Pandora’s box” if they sell environmentally sensitive land to anyone. In his opinion, if the CDDs proceed, they should inform The Brooks Council of Presidents of these plans so they have a clear understanding of what is being proposed.

Resident and President of Northridge at Shadow Wood, Walt Fuehrer, asked how the entrances and egresses would be addressed. Mr. Bartoletti stated he was uncertain but they know they need to obtain several approvals from others before this would be approved.

Mr. Gould expressed his concerns about the CDDs’ lengthy discussions about pickleball courts and the possibility of the SWCC building a pickleball court in the future and how it would impact the membership. Mr. Stitchberry agreed with Mr. Gould’s concerns, as that may draw members away from the facility that they have been discussing over the last two hours.

FIFTH ORDER OF BUSINESS

Supervisors’ Requests

There were no Supervisors’ Requests.

SIXTH ORDER OF BUSINESS

**Public Comments (*non-agenda items, only;
four (4)-minute time limit*)**

There were no public comments.

SEVENTH ORDER OF BUSINESS

Adjournment

There being nothing further to discuss, the meeting adjourned.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Mr. Gould, with all favor, the meeting adjourned at 2:57 p.m.

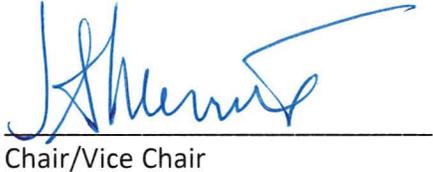
On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Mr. Stoehr, with all in favor, the meeting adjourned at 2:57 p.m.

**BROOKS OF BONITA SPRINGS &
BROOKS OF BONITA SPRINGS II CDDS**

November 30, 2021

FOR BROOKS OF BONITA SPRINGS:


Secretary/Assistant Secretary


Chair/Vice Chair

FOR BROOKS OF BONITA SPRINGS II:


Secretary/Assistant Secretary


Chair/Vice Chair