

**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 Regular Meeting on October 25, 2023 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:

James Merritt	Chair
Sandra Varnum	Vice Chair
David Garner	Assistant Secretary
John (Rod) Woolsey	Assistant Secretary

Present for Brooks II CDD:

Joseph Bartoletti	Chair
Kenneth D. Gould	Vice Chair
Thomas Bertucci	Assistant Secretary
Mary O'Connor (via telephone)	Assistant Secretary
Lynn Bunting	Assistant Secretary

Also present:

Chuck Adams	District Manager
Cleo Adams	District Manager
Dan H. Cox	District Counsel
Lea Holmes	District Engineer
Brent Burford (via telephone)	Johnson Engineering Inc. (JEI)
Blake Grimes	GulfScapes Landscape Management
Kathy Wyrofsky	Resident
Wayne Adaska	Resident
Dwayne Leighton	Resident
David Small	Resident
Other Resident(s)	

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 Merritt, Varnum, Woolsey and Garner were present. Supervisor Stoehr was not

present. For Brooks of Bonita Springs II, Supervisors Bartoletti, Gould, Bunting and Bertucci were present in person. Supervisor O'Connor attended via telephone.

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

SECOND ORDER OF BUSINESS

Public Comments: Agenda items only [3 minutes per person]

Resident Kathy Wyrofsky stated she recently circulated a petition. She reported that several residents expressed security concerns because there is no perimeter wall or perimeter fencing between the back of the Town Center and the conservation area. She believes that, from the CDDs' side, protection of the conservation area, wetlands, wildlife is a responsibility and, from the Shadow Wood side, protection of all Shadow Wood residents that may have potential security issues. She hopes the CDDs would work together and keep residents involved and/or informed of any safety improvements so that all residents feel comfortable.

Resident Wayne Adaska asked if the CDDs expect the amount of payment that each homeowner must pay because of the 154 units that are being constructed and estimated over \$200,000 to be income for the CDDs. He asked if the 154 units will be assessed individually.

Mr. Merritt stated the number of incoming units is 137, not 154. Assessments are based on Equivalent Residential Unit (ERU) weightings and is paid by the owner, not the individuals. A set formula is utilized and the Boards and Staff are working through the formula; the assessed amount will be much less than the amount mentioned and homeowners will be updated.

Regarding Mr. Bartoletti's statement about the land sale at the previous meeting, Ms. Varnum read a statement into the record as follows:

"I think everyone knows that I am on the Board of The Commons Club as well as serving this body. Since we are in negotiations for the purchase of the park land, I recuse myself from any Commons Club discussions, emails, and any communications regarding the negotiations and purchase the land. This will allow me to participate in Supervisor discussions without any conflict. Even though the CDDs' Attorney has stated there is no conflict of interest, there was a

question of ethics, which to be honest, I resent. I am comfortable with my decisions to participate in the discussion regarding the pickleball complex and there are Supervisors on this Board that are involved in the Pickleball Club and I don't see how my conflict is any more than theirs. My vote against the pickleball plan was because I felt it was not a good plan, that it was not communicated well to us or the membership; and 40% of the Supervisors voted against that plan. It wasn't in any way related to my position on The Commons Club Board. The decisions I have made have been in the best interest of all Brooks residents and not just any one entity. You might disagree with them but questioning the ethics of my decisions is, I think, inappropriate."

Mr. Bertucci stated that he is a member of The Commons Club, has forged friendships with a few Commons Club Board Members and does not participate in any discussions about the pickleball courts and, if so, everything is transparent because the meetings are open and all his decisions are based on the best interest of the CDD taxpayers.

BROOKS OF BONITA SPRINGS CDD ITEMS

THIRD ORDER OF BUSINESS

**Acceptance of Resignation of Supervisor
William Stoehr [Seat 1]**

Mr. Merritt presented Mr. William Stoehr's resignation letter.

On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Mr. Garner, with all in favor, Mr. Stoehr's resignation, dated October 2, 2023, was accepted.

FOURTH ORDER OF BUSINESS

**Consider Appointment to Fill Unexpired
Term of Seat 1; Term Expires November**

Mr. Merritt directed Staff to send an e-blast to all Brooks of Bonita Springs CDD residents alerting them of the open Board seat, so that he and Mr. Bartoletti can meet with all interested candidates, properly vet them and return with a recommendation.

Resident Dwayne Leighton asked for clarification of when the term expires. Mr. Adams stated the agenda item should read "November 2024."

- **Administration of Oath of Office to Appointed Supervisor (the following will be provided in a separate package)**
 - 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**

This item was deferred to the January meeting.

FIFTH ORDER OF BUSINESS

**Consideration of Resolution 2024-01,
Appointing and Removing Officers of the
District and Providing for an Effective Date**

This item was deferred to the January meeting.

JOINT BUSINESS ITEMS

SIXTH ORDER OF BUSINESS

**Landscape Report: GulfScapes Landscape
Management Services**

- **Irrigation Reports**
 - A. Meter Usage by Clock**
 - B. Year-Over-Year Water Usage**

Items A and B were included for informational purposes.

Mr. Blake Grimes reported the following:

- All flower beds were emptied and new flowers will be installed on Wednesday. Mulch and pine straw will be applied in mid to late-November, which will help suppress weed growth.
- Palm tree and hardwood trimming will commence in November and end in January.
- The ongoing landscaping project is due for completion next week.

Regarding an area along the fence with no plants, Mr. Grimes will pinpoint the area in question, check the landscaping proposals and provide an update at the next meeting. Mrs. Adams was asked to have the outfalls above the emergency gate cleaned out. Mrs. Adams would follow up with EarthBalance.

Mr. Grimes reviewed the Irrigation Water Usage Reports and responded to questions regarding Clock 6 for the month of August, issues with Clock 7, extending the cable, the rotors, moving the antenna, the water levels in the lakes and rain totals.

Mr. Bartoletti asked for a schedule of when the sprinklers will be activated by roadway.

SEVENTH ORDER OF BUSINESS

**Continued Discussion: The Commons Club
Offer for Purchase of Coconut Park Parcel**

Mr. Garner reported the following:

- The meetings regarding the land purchase offer from The Commons Club have been frank, mutually-beneficial, cordial, open and honest.
- All parties are surprisingly on the same page, mainly because the entities started with the framework that was suggested by the facilitator, which was to focus on three issues, including access, control and price.
- Thus far, there have been two negotiation meetings and the entities are still working through the issues.
- He and Mr. Gould are clarifying some issues, as are The Commons Club Members.
- The group agreed to keep the talks confidential for now, until a joint recommendation or joint proposal is in place.
- The group is scheduled to meet again on Friday and he reasonably anticipates that a consensus might be reached at that time. The group discussed the need for a Special Meeting and proposed a meeting date of November 15, 2023 at 1:00 p.m.
- The intent is to transmit the terms of the proposal to the District Manager within the following week so that the meeting can be publicized.

➤ The purpose of the Special Meeting is to discuss the proposal and take “yes” or “no” votes on the land sale. All questions will be answered on November 15th because The Commons Club would like to close by the end of the year.

Mr. Cox stated he was extremely impressed by the negotiations and noted that all the CDDs’ concerns have been aptly-addressed under the constraints of dealing with another side that also has concerns. He implored the Boards to trust the negotiation team to move forward with the schedule that Mr. Garner outlined.

Discussion ensued regarding the two prior meetings, publicizing the November 15, 2023 meeting, disseminating the proposal/purchase offer to the Boards prior to the homeowners and residents, addressing Board Member and resident feedback, how the voting will be carried out, The Commons Club and being careful to not violate Sunshine Laws in explaining the proposal to the Board Members.

For quorum purposes, Mr. Garner polled the Board and Staff for their availability for the November 15, 2023 meeting. Mr. Cox will attend via Zoom.

EIGHTH ORDER OF BUSINESS

**Continued
Improvement Plans**

Discussion:

Pathway

• **Specifications Related to Request for Proposals (RFP)**

Ms. Holmes provided the following update:

- Staff performed additional surveys, checked all the locations of base repair and found the extent of all the sub- bases that need to be repaired due to the root intrusion.
- The data was obtained and incorporated into the plans, which have been updated to reflect the quantities needed to facilitate the repairs and install new, fresh base.
- Since then, the Village of Estero is considering pathway improvements on Coconut Road and Three Oaks Parkway. She met with Mr. Willems to discuss what is occurring since Johnson Engineering is currently working on making pathway improvements in the same general area.
- The Village is considering a few alternative alignments along Three Oaks Parkway and not changing anything on the Coconut Road path. They would like to push the pathway further

off the roadway, for safety purposes, and doing so will create pockets where benches and additional landscaping can be installed.

Ms. Holmes discussed the timing and phasing of the project, asphalt and concrete costs and coordinating the improvements on Three Oaks with the Village.

Ms. Holmes and Mr. Burford responded to questions regarding the advantages of doing a one-mile stretch of Coconut Road, the results of the core samples for the 14 miles of sidewalks, total costs, if a plan will be developed as to how trucks will enter and exit the community, if the Village plans to use concrete or asphalt, where the sidewalk re-alignment will occur and reducing project costs by working with the Village.

Mr. Adaska stated that he has 42 years of experience in the cement/concrete industry and indicated that he could recommend a contractor for the project. He recommended placing a microfiber mesh concrete and volunteered to be on a committee for the pathway project.

Mr. Bartoletti stated he recently rode through Three Oaks and there are no orange markings or signage, which he thinks is a liability issue. He asked why Johnson Engineering has not addressed that. Mr. Burford stated he contacted George Pittman about the signage and will follow up with him. He noted that the markings were initially painted but have since faded.

Discussion ensued regarding having the sidewalks repainted within the next few days, having signage installed by the January meeting, addressing all trip hazards, the number of signs needed, project timeline, the test mile, the extra phase and preserving the landscaping.

Mr. Merritt asked when the technical specifications of the RFP will be ready for the Boards' review. Ms. Holmes stated the specifications will be completed before the next meeting.

Regarding the forms of communications that will legally protect the CDDs, Mr. Cox stated the sidewalk is in a public area, which means that individuals that use it are invitees. Since they have been invited onto that property, the CDDs must make every reasonable effort to notify them of any potential hazard. The sidewalk markings should be painted orange and signs must be installed as soon as possible. Mr. Bartoletti asked Mr. Cox to approve a draft of a letter that he and Mr. Woolsey will send to homeowners/residents informing them of the

pathway improvement project and what to look out for. Mr. Cox will do so. Mr. Merritt stated the Boards need a more definitive picture of what the Village is going to do and to what extent.

Mr. Woolsey stated that Mr. Blaine Buck was the only one that volunteered for this item and a concerted effort should be made to find additional volunteers. Mr. Adams stated the package is complete and ready and, although the CDDs are not ready to go out to bid, Board Members can meet with Ms. Bunting, Mr. Merritt, Mr. Adaska and the Engineers.

NINTH ORDER OF BUSINESS

**Consideration/Continued Discussion:
Request for the CDDs to Pursue Audubon
Certification of its Conservation Areas**

Discussion ensued regarding the Village of Estero's Capital Improvement Program (CIP), lobbying the Village to learn the extent to which the Village is willing to assist the CDDs and the Audubon designation, which is basically demonstrating that the CDDs are responsibly managing the environmentally sensitive areas that it is already required to do through the conservation easement. The CDDs will receive a seal from the Audubon Society.

Mr. Cox stated he researched the Audubon Society and discussed the Florida Fish and Wildlife (FFW) Conservation Commission "Critical Wildlife Areas" birds nesting habitat and installing signage to show there are prohibitions on developments within certain distances of these critical wildlife areas that could result in interrupting the life of the animals in those areas. Mr. Merritt stated a consultant should address the Boards and share what benefits there are for the CDDs. Mr. Adams will contact Johnson Engineering's Biology Department and ask a representative to make a presentation regarding an assessment of the wildlife of the CDD preserves at the January meeting.

TENTH ORDER OF BUSINESS

**Discussion/Update: Operating Funds
Investment Options**

Mr. Adams stated, in an effort to take advantage of the current beneficial interest rates, Management contacted a few banks to obtain outlines of their investment programs to invest the CDDs' accrued surplus operating funds and enable the CDDs to capitalize on interest

earnings. He presented proposals from BankUnited, FineMark Bank and Synovus Bank and recommended BankUnited's Insured Cash Sweep (ICS) Money Market program.

Discussion ensued regarding the three banks, insurance, qualified bank depositories, a \$10,000 debt service reserve and fund transfers.

On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Ms. Varnum, with all in favor, investing the CDD's surplus funds in a BankUnited Insured Cash Sweep (ICS) Money Market account, was approved.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Ms. O'Connor, with all in favor, investing the CDD's surplus funds in a BankUnited Insured Cash Sweep (ICS) Money Market account, was approved.

ELEVENTH ORDER OF BUSINESS

**Acceptance of Unaudited Financial
Statements as of September 30, 2023**

Mr. Adams presented Unaudited Financial Statements as of September 30, 2023.

The Board and Staff discussed parking lot lighting, tree canopy conflicts, volunteers monitoring lighting issues, Bentley Electric costs, The Commons Club reimbursements, the need to rectify The Commons Club shared-cost billing, the shared cost agreement, the CDDs' failure to charge an administrative fee and a recent mall payment of \$40,916.

Referencing a spreadsheet, Mr. Cox discussed maintaining relationships with mall management, the pandemic's impact on the mall's payments, waived interest, collected payments and interest calculations between \$10,500 and \$14,000. He proposed waiving his legal fees and the CDDs waiving the outstanding interest amount.

Discussion ensued regarding collecting outstanding payments from The Commons Club and Simon Properties, splitting the interest costs, changing the billing approach and an established AP email address for payables.

Mr. Bartoletti motioned to have District Counsel send a \$14,000 bill to Simon Properties for interest due on outstanding balances since 2016. Mr. Adams suggested adding the requested amount to the fourth quarter billing. The Boards authorized Staff to negotiate the outstanding interest down to 50%. Mr. Bartoletti withdrew his motion.

Mr. Cox suggested processing it as a separate invoice and requested a copy of the invoice for his files.

The financials were accepted.

TWELFTH ORDER OF BUSINESS

Approval of Minutes

A. August 30, 2023 Joint Public Hearings and Regular Meeting Minutes

The following changes were made:

Line 37: Change “Pierre” to “Pierce”

Line 81: Change “Kemnet” to “Kemnitz”

Line 99: Insert “landscape” after “project”

Line 157: Change “prior” to “primary”

Line 158: Delete “primarily”

Line 291: Change “Mr. Merritt” to “Mr. Bertucci”

Line 352: Insert “from General Counsel” after “Boards”

Lines 377 and 383: Insert “at a fair value,” after “Club,”

Line 500: Delete “reserves and”

On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Mr. Woolsey, with all in favor, the August 30, 2023 Joint Public Hearings and Regular Meeting Minutes, as amended, were approved.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Mr. Bertucci, with all in favor, the August 30, 2023 Joint Public Hearings and Regular Meeting Minutes, as amended, were approved.

B. October 4, 2023 Joint Special Meeting Minutes

The following changes were made:

Lines 15 and 22: Insert (via telephone)

Lines 30 and 77: Change “Lanish” to “Lienesch”

Line 36: Delete “Mary & Rod Woolsey”

Line 145: Insert “Commons Club” before “General Manager”

Line 160: Change “plans to build additional housing” to “plans to allow the building of additional housing”

Line 163: Change “Mary Woolsey” to “Mary O’Connor”

Line 198: Change “1.8 million” to “970 million”

On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Ms. Varnum, with all in favor, the October 4, 2023 Joint Special Meeting Minutes, as amended, were approved.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Mr. Bertucci, with all in favor, the October 4, 2023 Joint Special Meeting Minutes, as amended, were approved.

THIRTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: Dan Cox, Esquire

B. District Engineer: Johnson Engineering, Inc.

There were no reports from District Counsel or the District Engineers.

C. Field Operations: Wrathell, Hunt and Associates, LLC

- **Monthly Status Report - Field Operations**

Mrs. Adams reviewed the Monthly Status Report dated October 25, 2023 and discussed resident complaints and poor work performance by SOLitude Lake Management.

On MOTION for Brooks of Bonita Springs by Mr. Merritt and seconded by Ms. Varnum, with all in favor, terminating the SOLitude Lake Management contract and engaging Crosscreek Environmental Inc., on a month-to-month basis, for \$29,000, was approved.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Ms. Bunting, with all in favor, terminating the SOLitude Lake Management contract and engaging Crosscreek Environmental Inc., on a month-to-month basis, for \$29,000, was approved.

Mr. Cox will send the termination notice to SOLitude on Friday. Mrs. Adams will provide Mr. Cox with the poor performance details.

Mr. and Mrs. Adams responded to questions regarding withheld SOLitude payments, the Pesky Varmints report, the playground sun shade, status of the ice machine and Mr. Willis' October 25, 2023 report including the Enrichment Center project.

Discussion ensued regarding a possible pickleball court area trip hazard, restroom renovations, repairing the rubberized surface, status of the power issue with the interactive fountain and the pickleball lighting issues.

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

- **NEXT MEETING DATE: January 24, 2024 at 1:00 PM**
 - **QUORUM CHECK: BROOKS OF BONITA SPRINGS**
 - **QUORUM CHECK: BROOKS OF BONITA SPRINGS II**

FOURTEENTH ORDER OF BUSINESS

Supervisors' Requests: Supervisor Rod Woolsey

- **Results of Request for Volunteers for Sidewalk Advisory Committee**

Mr. Woolsey stated the Sidewalk Advisory Committee has three members; and the Committee needs another qualified individual from Shadow Wood. Ms. Bunting will contact interested individuals.

- **Update: Action to Review Audubon Certification for CDDs Preserve Areas**

This item was addressed during the Ninth Order of Business.

- **Discussion: Security of the CDDs Preserve Areas**

- **Vagrant Presence Behind Winn-Dixie Building**

- **Cleanup of Left Behind Debris**

Mr. Adams stated removal of the vagrants' debris is scheduled for the coming week. The delay is because the debris had to be reviewed for safety purposes.

- **Shadow Wood Residents' Concerns Regarding Apartment Redevelopment**

Mr. Woolsey stated that Ms. Wyrofsky is spearheading this.

Ms. Wyrofsky stated the vagrants were a concern and she is glad that their belongings were moved and the area was cleaned up. She recently walked the perimeter with a neighbor and, in their opinions, there is still a lot of trash. She expressed safety concerns and encouraged the Boards to consider options and provide security to the land and the residents.

Ms. Bunting stated there were security issues several years ago in Shadow Wood but, because of the new security patrols, the neighborhood has been safer.

- **Assessment of Wildlife on CDD Preserve Lands by Fish and Wildlife Services**

This item will be carried over to the January meeting.

FIFTEENTH ORDER OF BUSINESS

**Public Comments: Non-agenda items only
[3 minutes per person]**

Resident David Small stated his concern about the fence. He thinks the primary function of a fence is threefold; it should provide beauty, privacy and safety. He commended the Boards for their service and urged them to consider securing a greater portion of Shadow Wood.

Mr. Leighton expressed support for Mr. Small's comments and Mr. Cox's statement regarding the CDDs taking all reasonable steps to eliminate any trip hazards on the pickleball courts. He urged the Boards to examine the options to deal with the apartment complex and the vagrant issue. He voiced his willingness to volunteer.

Discussion ensued regarding resident safety, the 137-unit apartment building, the vagrant, effectiveness of the cameras, ingress and egress, a usage encroachment agreement, Shadow Wood's ability to install fencing, conservation easements, the FFW Commission, the bald eagle, critical wildlife areas, Johnson Engineering's scope of work and the risks and rewards of installing a fence.

SIXTEENTH ORDER OF BUSINESS

Adjournment

On MOTION for Brooks of Bonita Springs by Mr. Garner and seconded by Mr. Woolsey, with all in favor, the meeting adjourned at 4:10 p.m.

On MOTION for Brooks of Bonita Springs II by Mr. Bartoletti and seconded by Mr. Bertucci, with all in favor, the meeting adjourned at 4:10 p.m.

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

October 25, 2023


Secretary/~~Assistant Secretary~~


Chair/~~Vice Chair~~

FOR BROOKS OF BONITA SPRINGS II:


Secretary/~~Assistant Secretary~~


Chair/~~Vice Chair~~