

**HAWTHORNE MILL
NORTH**

**COMMUNITY DEVELOPMENT
DISTRICT**

April 12, 2023

**BOARD OF SUPERVISORS
REGULAR MEETING
AGENDA**

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

**AGENDA
LETTER**

Hawthorne Mill North Community Development District

OFFICE OF THE DISTRICT MANAGER

2300 Glades Road, Suite 410W • Boca Raton, Florida 33431

Phone: (561) 571-0010 • Toll-free: (877) 276-0889 • Fax: (561) 571-0013

April 5, 2023

ATTENDEES:

Please identify yourself each time you speak to facilitate accurate transcription of meeting minutes.

Board of Supervisors

Hawthorne Mill North Community Development District

Dear Board Members:

The Board of Supervisors of the Hawthorne Mill North Community Development District will hold a Regular Meeting on April 12, 2023 at 9:30 a.m., at the Ramada by Wyndham Davenport Orlando South, 43824 Highway 27, Davenport, Florida 33837-6808. The agenda is as follows:

1. Call to Order/Roll Call
2. Public Comments
3. Acceptance of Resignation of Courtney Potter, SEAT 4 (*Term Expires November 2024*)
4. Consideration of Appointment of Lauren Martin to Fill Unexpired Term of Seat 4
 - Administration of Oath of Office to Newly Appointed Supervisor (*the following to 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
5. Consideration of Resolution 2023-01, Designating Certain Officers of the District, and Providing for an Effective Date
6. Consideration of Resolution 2023-03, Approving the Proposed Budget for Fiscal Year 2023/2024 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing an Effective Date

7. Consideration of Proposal to Provide Professional Consulting Services [2023 Supplemental Engineer’s Report]
8. Ratification of Engagement with Jere Earlywine at Kutak Rock LLP
 - Consideration of Retention and Fee Agreement
9. Consideration of Resolution 2023-02, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date
10. Acceptance of Unaudited Financial Statements as of February 28, 2023
11. Approval of August 10, 2022 Public Hearing and Regular Meeting Minutes
12. Staff Reports
 - A. District Counsel: *Kutak Rock LLP*
 - B. District Engineer: *Dewberry Engineers, Inc.*
 - C. District Manager: *Wrathell, Hunt and Associates, LLC*
 - NEXT MEETING DATE: May 10, 2023 at 9:30 AM, *immediately following the adjournment of the Fox Branch Ranch CDD meeting and Harmony on Lake Eloise CDD meeting, scheduled to commence at 9:30 AM, respectively*

○ QUORUM CHECK

SEAT 1	CHRIS TYREE	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 2	MARY MOULTON	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 3	BILL FIFE	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 4	LAUREN MARTIN	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 5	JC NOWOTNY	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO

13. Board Members’ Comments/Requests
14. Public Comments
15. Adjournment

If you should have any questions or concerns, please do not hesitate to contact me directly at (561) 346-5294 or Andrew Kantarzhi at (415) 516-2161.

Sincerely,

Cindy Cerbone
 Cindy Cerbone
 District Manager

FOR BOARD MEMBERS AND STAFF TO ATTEND BY TELEPHONE
CALL-IN NUMBER: 1-888-354-0094
PARTICIPANT PASSCODE: 867 327 4756

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

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NOTICE OF TENDER OF RESIGNATION

To: Board of Supervisors
Hawthorne Mill North Community Development District
Attn: Cindy Cerbone District Manager
2300 Glades Road, Suite 410W
Boca Raton, Florida 33431

From:

Courtney Potter
Printed Name

Date:

8/23/22
Date

I hereby tender my resignation as a member of the Board of Supervisors of the *Hawthorne Mill North Community Development District*. My tendered resignation will be deemed to be effective as of the time a quorum of the remaining members of the Board of Supervisors accepts it at a duly noticed meeting of the Board of Supervisors.

I certify that this Notice of Tender of Resignation has been executed by me and personally presented at a duly noticed meeting of the Board of Supervisors, scanned and electronically transmitted to gillyardd@whhassociates.com or faxed to 561-571-0013 and agree that the executed original shall be binding and enforceable and the fax or email copy shall be binding and enforceable as an original.

Courtney Potter
Signature

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

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RESOLUTION 2023-01

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT DESIGNATING CERTAIN OFFICERS OF THE DISTRICT, AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, the Hawthorne Mill North Community Development District (“District”) is a local unit of special-purpose government created and existing pursuant to Chapter 190, Florida Statutes; and

WHEREAS, the Board of Supervisors of the District desires to designate certain Officers of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT:

SECTION 1. _____ is appointed Chair

SECTION 2. _____ is appointed Vice Chair

SECTION 3. _____ is appointed Assistant Secretary

_____ is appointed Assistant Secretary

_____ is appointed Assistant Secretary

Cindy Cerbone is appointed Assistant Secretary

Andrew Kantarzhi is appointed Assistant Secretary

SECTION 4. This Resolution supersedes any prior appointments made by the Board for Chair, Vice Chair and Assistant Secretaries; however, prior appointments by the Board for Secretary, Treasurer and Assistant Treasurer(s) remain unaffected by this Resolution.

SECTION 5. This Resolution shall become effective immediately upon its adoption.

PASSED AND ADOPTED this 12th day of April, 2023.

ATTEST:

**HAWTHORNE MILL NORTH COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

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RESOLUTION 2023-03

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT APPROVING THE PROPOSED BUDGET FOR FISCAL YEAR 2023/2024 AND SETTING A PUBLIC HEARING THEREON PURSUANT TO FLORIDA LAW; ADDRESSING TRANSMITTAL, POSTING AND PUBLICATION REQUIREMENTS; ADDRESSING SEVERABILITY; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the District Manager has heretofore prepared and submitted to the Board of Supervisors (“**Board**”) of the Hawthorne Mill North Community Development District (“**District**”) prior to June 15, 2023, a proposed budget (“**Proposed Budget**”) for the fiscal year beginning October 1, 2023 and ending September 30, 2024 (“**Fiscal Year 2023/2024**”); and

WHEREAS, the Board has considered the Proposed Budget and desires to set the required public hearing thereon.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT:

1. **PROPOSED BUDGET APPROVED.** The Proposed Budget prepared by the District Manager for Fiscal Year 2023/2024 attached hereto as **Exhibit A** is hereby approved as the basis for conducting a public hearing to adopt said Proposed Budget.
2. **SETTING A PUBLIC HEARING.** A public hearing on said approved Proposed Budget is hereby declared and set as follows:

DATE: _____

HOUR: _____

LOCATION: Ramada by Wyndham Davenport Orlando South
43824 Highway 27
Davenport, Florida 33837

3. **TRANSMITTAL; POSTING; NOTICE.** The District Manager is hereby directed to submit a copy of the proposed budget to the local general purpose unit(s) of government at least sixty (60) days prior to the hearing set above. In accordance with Section 189.016, *Florida Statutes*, the District’s Secretary is further directed to post the approved budget on the District’s website at least two (2) days before the budget hearing date as set forth in Section 2. If the District does not have its own website, the District’s Secretary is directed to transmit the approved budget to the manager or administrator of the local general purpose unit(s) of government for posting on the applicable website(s). Notice of this public hearing shall be published in the manner prescribed in Florida law.

4. **EFFECTIVE DATE.** This Resolution shall take effect immediately upon adoption.

PASSED AND ADOPTED THIS 12TH DAY OF APRIL, 2023.

ATTEST:

**HAWTHORNE MILL NORTH COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

Exhibit A: Fiscal Year 2023/2024 Proposed Budget

Exhibit A: Fiscal Year 2023/2024 Proposed Budget

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
PROPOSED BUDGET
FISCAL YEAR 2024**

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
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**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
GENERAL FUND BUDGET
FISCAL YEAR 2024**

	Fiscal Year 2023			Total Actual & Projected	Proposed Budget FY 2024
	Adopted Budget FY 2023	Actual through 2/28/2023	Projected through 9/30/2023		
REVENUES					
Landowner contribution	\$ 134,478	16,180	120,457	\$ 136,637	\$246,491
Total revenues	<u>134,478</u>	<u>16,180</u>	<u>120,457</u>	<u>136,637</u>	<u>246,491</u>
EXPENDITURES					
Professional & administrative					
Management/accounting/recording**	40,000	10,000	30,000	40,000	40,000
Legal	25,000	149	24,851	25,000	25,000
Engineering	2,000	-	2,000	2,000	2,000
Audit	6,000	-	6,000	6,000	6,000
Arbitrage rebate calculation*	750	-	750	750	750
Dissemination agent*	750	-	750	750	1,000
Trustee*	5,500	-	5,500	5,500	5,500
Telephone	200	83	117	200	200
Postage	500	-	500	500	500
Printing & binding	500	208	292	500	500
Legal advertising	6,500	-	6,500	6,500	6,500
Annual special district fee	175	175	-	175	175
Insurance	5,500	5,910	-	5,910	6,501
Contingencies/bank charges	500	-	500	500	500
Website hosting & maintenance	705	705	-	705	705
Website ADA compliance	210	-	210	210	210
Total professional & administrative	<u>94,790</u>	<u>17,230</u>	<u>77,970</u>	<u>95,200</u>	<u>96,041</u>
Field operations and maintenance					
Field operations manager	1,500	-	1,500	1,500	6,000
Landscaping contract labor	12,500	-	12,500	12,500	50,000
Insurance: property	1,250	-	1,250	1,250	1,250
Backflow prevention test	38	-	38	38	300
Irrigation maintenance/repair	750	-	750	750	4,000
Plants, shrubs & mulch	2,000	-	2,000	2,000	10,000
Annuals	2,000	-	2,000	2,000	10,000
Tree trimming	500	-	500	500	2,000
Signage	250	-	250	250	1,000
General maintenance	1,000	-	1,000	1,000	1,000
Fence/wall repair	750	-	750	750	2,500
Aquatic control - ponds	1,800	-	1,800	1,800	8,000
Wetland maintenance	6,000	-	6,000	6,000	24,000
Fountain electric	1,200	-	1,200	1,200	-
Fountain maintenance	500	-	500	500	-
Electric:					
Irrigation	600	-	600	600	2,400
Street lights	4,500	-	4,500	4,500	18,000
Entrance signs	300	-	300	300	-
Water- irrigation	2,250	-	2,250	2,250	10,000
Total field operations	<u>39,688</u>	<u>-</u>	<u>39,688</u>	<u>39,688</u>	<u>150,450</u>

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
GENERAL FUND BUDGET
FISCAL YEAR 2024**

	Fiscal Year 2023				Proposed Budget FY 2024
	Adopted Budget FY 2023	Actual through 2/28/2023	Projected through 9/30/2023	Total Actual & Projected	
Total expenditures	134,478	17,230	117,658	134,888	246,491
Excess/(deficiency) of revenues over/(under) expenditures	-	(1,050)	2,799	1,749	-
Fund balance - beginning (unaudited)	-	(1,749)	(2,799)	(1,749)	-
Fund balance - ending	\$ -	\$ (2,799)	\$ -	\$ -	\$ -

* These items will be realized when bonds are issued

** WHA will charge a reduced management fee of \$2,000 per month until bonds are issued.

Anticipated total number of units	825
Professional & administrative costs per unit	\$ 116.41
Field operations and maintenance costs per unit	\$ 182.36

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
DEFINITIONS OF GENERAL FUND EXPENDITURES**

EXPENDITURES

Professional & administrative

Management/accounting/recording**	\$ 40,000
<p>Wrathell, Hunt and Associates, LLC (WHA), specializes in managing community development districts by combining the knowledge, skills and experience of a team of professionals to ensure compliance with all of the District's governmental requirements. WHA develops financing programs, administers the issuance of tax exempt bond financings, operates and maintains the assets of the community.</p>	
Legal	25,000
<p>General counsel and legal representation, which includes issues relating to public finance, public bidding, rulemaking, open meetings, public records, real property dedications, conveyances and contracts.</p>	
Engineering	2,000
<p>The District's Engineer will provide construction and consulting services, to assist the District in crafting sustainable solutions to address the long term interests of the community while recognizing the needs of government, the environment and maintenance of the District's facilities.</p>	
Audit	6,000
<p>Statutorily required for the District to undertake an independent examination of its books, records and accounting procedures.</p>	
Arbitrage rebate calculation*	750
<p>To ensure the District's compliance with all tax regulations, annual computations are necessary to calculate the arbitrage rebate liability.</p>	
Dissemination agent*	1,000
<p>The District must annually disseminate financial information in order to comply with the requirements of Rule 15c2-12 under the Securities Exchange Act of 1934. Wrathell, Hunt & Associates serves as dissemination agent.</p>	
Trustee	5,500
<p>Annual fee for the service provided by trustee, paying agent and registrar.</p>	
Telephone	200
<p>Telephone and fax machine.</p>	
Postage	500
<p>Mailing of agenda packages, overnight deliveries, correspondence, etc.</p>	
Printing & binding	500
<p>Letterhead, envelopes, copies, agenda packages</p>	
Legal advertising	6,500
<p>The District advertises for monthly meetings, special meetings, public hearings, public bids, etc.</p>	
Annual special district fee	175
<p>Annual fee paid to the Florida Department of Economic Opportunity.</p>	
Insurance	6,501
<p>The District will obtain public officials and general liability insurance.</p>	
Contingencies/bank charges	500
<p>Bank charges and other miscellaneous expenses incurred during the year and automated AP routing etc.</p>	
Website hosting & maintenance	705
Website ADA compliance	210

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
DEFINITIONS OF GENERAL FUND EXPENDITURES**

EXPENDITURES (continued)

Field operations and maintenance

Field operations manager	6,000
Landscaping contract labor	50,000
Insurance: property	1,250
Backflow prevention test	300
Irrigation maintenance/repair	4,000
Plants, shrubs & mulch	10,000
Annuals	10,000
Tree trimming	2,000
Signage	1,000
General maintenance	1,000
Fence/wall repair	2,500
Aquatic control - ponds	8,000
Wetland maintenance	24,000
Electric:	
Irrigation	2,400
Street lights	18,000
Water- irrigation	10,000
Total expenditures	<u><u>\$246,491</u></u>

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

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Sent Via Email: kantarzhia@whhassociates.com

March 2, 2023

Mr. Andrew Kantarzhia
District Manager
Wrathell, Hunt and Associates, LLC
2300 Glades Road #410W
Boca Raton, Florida 33431

Subject: **Proposal to Provide Professional Consulting Services
Hawthorne Mill North Community Development District
2023 Supplemental Engineer's Report
City of Lakeland, Florida**

Dear Mr. Kantarzhia:

Dewberry Engineers Inc. is pleased to submit this proposal to provide interim professional consulting services for the Hawthorne Mill North Community Development District (CDD). The project is described as the Polk County Parcel ID Numbers 232918000000011010, 232907000000021010, and 232908000000023010. The parcels are located on the south side of West Pipkin Road, approximately one (1) mile east of County Line Road in the City of Lakeland, Polk County, Florida.

With this information in mind, we propose the following tasks and corresponding fees:

I. 2023 Supplemental Engineer's Report

We will prepare a Supplemental Engineer's Report for the CDD. As part of our report, we will provide a description of the proposed Series 2023 project and the various included components of the community. We will detail ownership, maintenance, and operations for each infrastructure system within the Series 2023 project and provide exhibits for each component of the Series 2023 project and other maps as needed. We will provide probable construction costs for the proposed Series 2023 capital improvements.

Our fee for this task will be a fixed fee of \$8,500, plus other direct costs.

II. Consultant Coordination/Project Meetings

We will meet with the Client as necessary to keep the Client informed of the current project status, review engineering or other items. We will also attend local meetings throughout this design phase to coordinate the engineering planning aspects of the project with the other team consultants. This will also be used for miscellaneous requests that are not covered in previous tasks. This task assumes up to five (5) hours of meetings and coordination.

Our fee for this task will be based on time and materials, in accordance with the enclosed Schedule of Charges. We estimate a budget of \$1,000, plus other direct costs.

III. Other Direct Costs

Other direct costs include items such as printing, drawings, travel, deliveries, et cetera. This does not include any of the application fees for the various agencies, which are the owner's responsibility and have not been accounted for in this proposal. We estimate a budget of \$1,000.

This proposal and Master Services Agreement, both of which have been reviewed and are fully understood, represent the entire understanding between Hawthorne Mill North Community Development District with regard to the referenced project. This proposal shall remain in effect for acceptance for a period of thirty (30) days from the date thereof, after which time Dewberry Engineers Inc. reserves the right to review and revise its proposal. Once accepted, this proposal may only be modified in writing with the consensus of both parties. If you wish to accept this proposal, please sign and date where indicated and return one complete copy to Aimee Powell, Project Administrator in our Orlando office at 800 North Magnolia Avenue, Suite 1000, Orlando, Florida 32803 (or via email at apowell@dewberry.com). Upon receipt, we will promptly schedule our services.

Thank you for choosing Dewberry Engineers Inc. We look forward to working with you and your staff.

Sincerely,



Nicole P. Stalder, P.E., LEED-AP
Vice President
Department Manager, Site/Civil Services

NPS:ap

M:\Proposals - Public\Municipal\Hawthorne Mill North CDD\Hawthorne Mill North CDD Supplemental Engineer's Report_03-02-2023

APPROVED AND ACCEPTED

By: _____
Authorized Representative of
Hawthorne Mill North Community Development District

Date: _____

STANDARD HOURLY BILLING RATE SCHEDULE

Professional/Technical/Construction/Surveying Services

LABOR CLASSIFICATION	HOURLY RATES
Professional	
Engineer I, II, III	\$115.00, \$130.00, \$150.00
Engineer IV, V, VI	\$165.00, \$185.00, \$215.00
Engineer VII, VIII, IX	\$240.00, \$255.00, \$280.00
Environmental Specialist I, II, III	\$100.00, \$120.00, \$140.00
Senior Environmental Scientist IV, V, VI	\$165.00, \$180.00, \$195.00
Planner I, II, III	\$100.00, \$120.00, \$140.00
Senior Planner IV, V, VI	\$165.00, \$180.00, \$195.00
Landscape Designer I, II, III	\$100.00, \$120.00, \$140.00
Senior Landscape Architect IV, V, VI	\$165.00, \$180.00, \$195.00
Principal	\$330.00
Technical	
CADD Technician I, II, III, IV, V	\$80.00, \$100.00, \$120.00, \$135.00, \$165.00
Designer I, II, III	\$110.00, \$130.00, \$150.00
Designer IV, V, VI	\$170.00, \$190.00, \$210.00
Construction	
Construction Professional II, III	\$150.00, \$180.00
Construction Professional IV, V, VI	\$200.00, \$230.00, \$265.00
Survey	
Surveyor I, II, III	\$68.00, \$83.00, \$98.00
Surveyor IV, V, VI	\$112.00, \$125.00, \$140.00
Surveyor VII, VIII, IX	\$160.00, \$185.00, \$220.00
Senior Surveyor IX	\$265.00
Fully Equipped 2, 3, 4 Person Field Crew	\$175.00, \$220.00, \$265.00
Administration	
Administrative Professional I, II, III, IV	\$70.00, \$90.00, \$115.00, \$145.00
Other Direct Costs (Printing, Postage, Etc.)	Cost + 15%

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

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Hawthorne Mill North Community Development District
c/o Craig Wrathell and
Chris Tyree
Wrathell, Hunt & Associates, LLC
2300 Glades Road Suite 410W
Boca Raton, Florida 33431
wrathellc@whhassociates.com
christyree@forestar.com

RE: District Counsel Matter

Dear Sirs or Madams,

Effective February 6, 2023, Jere Earlywine will resign from KE LAW GROUP PLLC to join the law firm of KUTAK ROCK LLP.

Mr. Earlywine was providing services to you on the above-referenced matter. Therefore, this letter is to inform you that you have the option to choose to have Mr. Earlywine continue to represent you in this matter at his new law firm, or you may have KE LAW GROUP PLLC continue to represent you, in which case representation will be handled by Meredith Hammock and Lauren Gentry in KE LAW GROUP PLLC's Tampa Office. Alternatively, you can choose to retain an entirely new lawyer.

If you wish to have Jere Earlywine or a new lawyer continue to represent you, please be aware that you remain liable for fees and costs for services already provided by members of KE LAW GROUP PLLC through the date of this letter. Further, given the manner in which legal fees for open financing matters are structured, no fee has been paid to date. Should you elect to have this matter go with Mr. Earlywine, the fee may be apportioned between KE LAW GROUP PLLC and KUTAK ROCK LLP.

Please advise Jere Earlywine and KE Law Group PLLC in writing, as quickly as possible, of the District's decision so that continuity in your representation is assured. You may do so by indicating your choice below and returning a signed and dated copy. Please retain the additional copy of this designation letter for your records.

Yours truly,


/s/ Jere Earlywine

Instructions

I wish my file to stay with KE LAW GROUP PLLC.

I wish my file and trust account balance to be transferred to Jere Earlywine at KUTAK ROCK LLP.

I will retain new counsel and have them contact KE LAW GROUP PLLC to coordinate transfer of my file.



For the Client

**KUTAK ROCK LLP
FEE AGREEMENT FOR
HAWTHORNE MILL NORTH CDD**

I. PARTIES

THIS FEE AGREEMENT ("Fee Agreement") is made and entered into by and between the following parties, and supersedes on a going forward basis any prior fee agreement between the parties:

A. Hawthorne Mill North Community Development District ("Client")
c/o Wrathell, Hunt and Associates LLC
2300 Glades Road, Suite 410W
Boca Raton, Florida 33431

and

B. Kutak Rock LLP ("KUTAK")
107 West College Avenue (32301)
P.O. Box 10230
Tallahassee, Florida 32302

II. SCOPE OF SERVICES

In consideration of the mutual agreements contained herein, the parties agree as follows:

A. The Client agrees to employ and retain KUTAK as its attorney and legal representative for all legal matters involving the District.

B. KUTAK accepts such employment and agrees to serve as attorney for and provide legal representation to the Client in connection with those matters referenced above.

III. FEES

The Client agrees to compensate KUTAK for services rendered regarding any matters covered by this Fee Agreement according to the hourly billing rates for individual KUTAK lawyers set forth herein, plus actual expenses incurred by KUTAK in accordance with the attached standard Expense Reimbursement Policy (Attachment A, incorporated herein by reference). For Calendar Year 2023, hourly rates will be \$295 per hour for shareholders, \$265 per hour associates, \$235 per hour for contract attorneys and \$190 per hour for paralegals. All hourly rates will be increased annually by \$10 per hour. To the extent that the District issues bonds during Calendar Year 2023, KUTAK will provide issuer's counsel services under a flat fee of \$38,000 per bond issuance. This flat fee will be increased annually by \$1,000 per year.

IV. CLIENT FILES

The files and work product materials ("Client File") of the Client generated or received by KUTAK will be maintained confidentially to the extent permitted by law and in accordance with the Florida Bar rules. At the conclusion of the representation, the Client File will be stored by KUTAK for a minimum of five (5) years. After the five (5) year storage period, the Client hereby acknowledges and consents that KUTAK may

confidentially destroy or shred the Client File, unless KUTAK is provided a written request from the Client requesting return of the Client File, to which KUTAK will return the Client File at Client's expense.

V. DEFAULT

In the event of a dispute arising under this Fee Agreement, whether or not a lawsuit or other proceeding is filed, the prevailing party shall be entitled to recover its reasonable attorneys' fees and costs, including attorneys' fees and costs incurred in litigating entitlement to attorneys' fees and costs, as well as in determining or quantifying the amount of recoverable attorneys' fees and costs. The reasonable costs to which the prevailing party is entitled shall include costs that are taxable under any applicable statute, rule, or guideline, as well as non-taxable costs, including, but not limited to, costs of investigation, telephone charges, mailing and delivery charges, information technology support charges, consultant and expert witness fees, travel expenses, court reporter fees, and mediator fees, regardless of whether such costs are otherwise taxable. Venue of any such action shall be exclusive in the state courts of the Second Judicial Circuit in and for Leon County, Florida.

VI. TERMINATION

Either party may terminate this Fee Agreement upon providing prior written notice to the other party at its regular place of business.

VII. EXECUTION OF FEE AGREEMENT

This Fee Agreement shall be deemed fully executed upon its signing by KUTAK and the Client. The contract formed between KUTAK and the Client shall be the operational contract between the parties.

VIII. ENTIRE CONTRACT

This Fee Agreement constitutes the entire agreement between the parties.

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

KUTAK ROCK LLP

By: _____

By:  _____

Jere L. Earlywine

Its: _____

Date: _____

Date: _____

ATTACHMENT A

KUTAK ROCK LLP EXPENSE REIMBURSEMENT POLICY

The following is the expense reimbursement policy for the Fee Agreement. All expenses are billed monthly. Billings ordinarily reflect expenses for the most recent month, except where there are delays in receiving bills from third party vendors.

Telephone. All telephone charges are billed at an amount approximating actual cost.

Photocopying and Printing. In-house photocopying and printing is charged at \$0.05 per page, which is less than actual cost.

Facsimile. There are no charges for faxes.

Postage. Postage is billed at actual cost.

Overnight Delivery. Overnight delivery is billed at actual cost.

Computerized Legal Research. Charges for computerized legal research are billed at an amount approximating actual cost.

Travel. Travel (including air fare, rental cars, taxicabs, hotel, meals, tips, etc.) is billed at actual cost. Where air travel is required, coach class is used wherever feasible. Out-of-town mileage is billed at the State of Florida approved reimbursement rate (i.e., pursuant to Chapter 112, Florida Statutes).

Consultants. Unless prior arrangements are made, consultants are ordinarily employed directly by the Client. Where consultants are employed by the firm, their charges are passed-through with no mark-up. The Client is responsible for notifying the firm of any particular billing arrangements or procedures which the Client requires of the consultant.

Other Expenses. Other outside expenses, such as court reporters, agency copies, etc. are billed at actual cost.

Word Processing and Secretarial Overtime. No charge is made for word processing. No charge is made for secretarial overtime except in major litigation matters where unusual overtime demands are imposed.

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

9

RESOLUTION 2023-02

A RESOLUTION BY THE BOARD OF SUPERVISORS OF THE HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT DESIGNATING THE PRIMARY ADMINISTRATIVE OFFICE AND PRINCIPAL HEADQUARTERS OF THE DISTRICT AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the Hawthorne Mill North Community Development District (“**District**”) is a local unit of special-purpose government created and existing pursuant to Chapter 190, *Florida Statutes*; and

WHEREAS, the District desires to designate its primary administrative office as the location where the District’s public records are routinely created, sent, received, maintained, and requested, for the purposes of prominently posting the contact information of the District’s Record’s Custodian in order to provide citizens with the ability to access the District’s records and ensure that the public is informed of the activities of the District in accordance with Chapter 119, *Florida Statutes*; and

WHEREAS, the District additionally desires to specify the location of the District’s principal headquarters for the purpose of establishing proper venue under the common law home venue privilege applicable to the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT:

1. PRIMARY ADMINISTRATIVE OFFICE. The District’s primary administrative office for purposes of Chapter 119, *Florida Statutes*, shall be located at 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431.

2. PRINCIPAL HEADQUARTERS. The District’s principal headquarters for purposes of establishing proper venue shall be located at the offices of _____, and within the City of Lakeland, Polk County, Florida.

3. EFFECTIVE DATE. This Resolution shall take effect immediately upon adoption.

PASSED AND ADOPTED this 12th day of April, 2023.

ATTEST:

HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

**UNAUDITED
FINANCIAL
STATEMENTS**

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
FINANCIAL STATEMENTS
UNAUDITED
FEBRUARY 28, 2023**

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
FEBRUARY 28, 2023**

	General Fund	Debt Service Fund	Total Governmental Funds
ASSETS			
Cash	\$ 12,330	\$ -	\$ 12,330
Undeposited funds	3,449	-	3,449
Due from Landowner	2,763	-	2,763
Total assets	<u>\$ 18,542</u>	<u>\$ -</u>	<u>\$ 18,542</u>
LIABILITIES AND FUND BALANCES			
Liabilities:			
Accounts payable	\$ 6,212	\$ -	\$ 6,212
Due to other	4,603	-	4,603
Due to Landowner	1,763	6,880	8,643
Landowner advance	6,000	-	6,000
Total liabilities	<u>18,578</u>	<u>6,880</u>	<u>25,458</u>
DEFERRED INFLOWS OF RESOURCES			
Deferred receipts	2,763	-	2,763
Total deferred inflows of resources	<u>2,763</u>	<u>-</u>	<u>2,763</u>
Fund balances:			
Restricted for:			
Debt service	-	(6,880)	(6,880)
Unassigned	(2,799)	-	(2,799)
Total fund balances	<u>(2,799)</u>	<u>(6,880)</u>	<u>(9,679)</u>
Total liabilities, deferred inflows of resources and fund balances	<u>\$ 18,542</u>	<u>\$ -</u>	<u>\$ 18,542</u>

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
FOR THE PERIOD ENDED FEBRUARY 28, 2023**

	<u>Current Month</u>	<u>Year To Date</u>	<u>Budget</u>	<u>% of Budget</u>
REVENUES				
Landowner contribution	\$ 3,450	\$ 16,180	\$ 134,478	12%
Total revenues	<u>3,450</u>	<u>16,180</u>	<u>134,478</u>	12%
EXPENDITURES				
Professional & administrative				
Management/accounting/recording**	2,000	10,000	40,000	25%
Legal	-	149	25,000	1%
Engineering	-	-	2,000	0%
Audit	-	-	6,000	0%
Arbitrage rebate calculation*	-	-	750	0%
Dissemination agent*	-	-	750	0%
Trustee*	-	-	5,500	0%
Telephone	17	83	200	42%
Postage	-	-	500	0%
Printing & binding	42	208	500	42%
Legal advertising	-	-	6,500	0%
Annual special district fee	-	175	175	100%
Insurance	-	5,910	5,500	107%
Contingencies/bank charges	-	-	500	0%
Website hosting & maintenance	705	705	705	100%
Website ADA compliance	-	-	210	0%
Total professional & administrative	<u>2,764</u>	<u>17,230</u>	<u>94,790</u>	18%

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
FOR THE PERIOD ENDED FEBRUARY 28, 2023**

	<u>Current Month</u>	<u>Year To Date</u>	<u>Budget</u>	<u>% of Budget</u>
Field operations				
Field operations manager	-	-	1,500	0%
Landscaping contract labor	-	-	12,500	0%
Insurance: property	-	-	1,250	0%
Backflow prevention test	-	-	38	0%
Irrigation maintenance/repair	-	-	750	0%
Plants, shrubs & mulch	-	-	2,000	0%
Annuals	-	-	2,000	0%
Tree trimming	-	-	500	0%
Signage	-	-	250	0%
General maintenance	-	-	1,000	0%
Fence/wall repair	-	-	750	0%
Aquatic control - ponds	-	-	1,800	0%
Wetland maintenance	-	-	6,000	0%
Fountain electric	-	-	1,200	0%
Fountain maintenance	-	-	500	0%
Electric:				
Irrigation	-	-	600	0%
Street lights	-	-	4,500	0%
Entrance signs	-	-	300	0%
Water- irrigation	-	-	2,250	0%
Total field operations	<u>-</u>	<u>-</u>	<u>39,688</u>	0%
Total expenditures	<u>2,764</u>	<u>17,230</u>	<u>134,478</u>	13%
Excess/(deficiency) of revenues over/(under) expenditures	686	(1,050)	-	
Fund balances - beginning	<u>(3,485)</u>	<u>(1,749)</u>	-	
Fund balances - ending	<u>\$ (2,799)</u>	<u>\$ (2,799)</u>	<u>\$ -</u>	

*These items will be realized when bonds are issued

**WHA will charge a reduced management fee of \$2,000 per month until bonds are issued.

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND
FOR THE PERIOD ENDED FEBRUARY 28, 2023**

	<u>Current Month</u>	<u>Year To Date</u>
REVENUES	<u>\$ -</u>	<u>\$ -</u>
Total revenues	<u>-</u>	<u>-</u>
 EXPENDITURES		
Debt service	<u>-</u>	<u>-</u>
Total debt service	<u>-</u>	<u>-</u>
 Excess/(deficiency) of revenues over/(under) expenditures	 - -	 - -
 Fund balances - beginning	 <u>(6,880)</u>	 <u>(6,880)</u>
Fund balances - ending	<u>\$ (6,880)</u>	<u>\$ (6,880)</u>

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

MINUTES

DRAFT

**MINUTES OF MEETING
HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Hawthorne Mill North Community Development District held a Public Hearing and Regular Meeting on August 10 2022 at 9:30 A.M., at the Ramada by Wyndham Davenport Orlando South, 43824 Highway 27, Davenport, Florida 33837-6808.

Present at the meeting were:

Mary Moulton	Vice Chair
Courtney Potter	Assistant Secretary
John (JC) Nowotny	Assistant Secretary

Also present were:

Cindy Cerbone	District Manager
Andrew Kantarzhi	Wrathell, Hunt and Associates, LLC (WHA)
Jere Earlywine (via telephone)	District Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 9:56 a.m. Supervisors Moulton, Potter and Nowotny were present. Supervisors Tyree and Fife were not present.

SECOND ORDER OF BUSINESS

Public Comments

There were no public comments.

THIRD ORDER OF BUSINESS

**Public Hearing on Adoption of Fiscal Year
2022/2023 Budget**

A. Affidavit of Publication

The proof of publication was included for informational purposes.

B. Consideration of Resolution 2022-36, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2022, and Ending

38 September 30, 2023; Authorizing Budget Amendments; and Providing an Effective
39 Date

40 Ms. Cerbone stated that the proposed Fiscal Year 2023 budget was unchanged since last
41 presented. This is a Landowner-funded budget with expenses being funded as incurred.

42

43 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor, the**
44 **Public Hearing was opened.**

45

46

47 No members of the public spoke.

48

49 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor, the**
50 **Public Hearing was closed.**

51

52

53 Ms. Cerbone presented Resolution 2022-36 and read the title.

54

55 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor,**
56 **Resolution 2022-36, Relating to the Annual Appropriations and Adopting the**
57 **Budgets for the Fiscal Year Beginning October 1, 2022, and Ending September**
58 **30, 2023; Authorizing Budget Amendments; and Providing an Effective Date,**
59 **was adopted.**

60

61

62 **FOURTH ORDER OF BUSINESS**

**Consideration of Fiscal Year 2022/2023
Budget Funding Agreement**

63

64

65 Ms. Cerbone presented the Budget Funding Agreement.

66

67 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor, the**
68 **Fiscal Year 2022/2023 Budget Funding Agreement, was approved.**

69

70

71 **FIFTH ORDER OF BUSINESS**

**Consideration of Dewberry Engineers, Inc.,
Response to Request for Qualifications
(RFQ) for Engineering Services**

72

73

74

75 Ms. Cerbone stated that Dewberry Engineers, Inc., was the sole respondent to the RFQ
76 for Engineering Services.

77

78 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor,**
79 **ranking Dewberry Engineers, Inc., as the #1 ranked respondent to the RFQ for**
80 **Engineering Services, entering into an Engineering Services Contract with**
81 **Dewberry Engineers, Inc., and authorizing Staff to negotiate the terms of the**
82 **Contract, was approved.**

83

84

85 **SIXTH ORDER OF BUSINESS**

Consideration of Resolution 2022-16,
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

86

87

88

89

90

91

92 Ms. Cerbone presented Resolution 2022-16.

93

94 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor,**
95 **Resolution 2022-16, Designating Dates, Times and Locations for Regular**
96 **Meetings of the Board of Supervisors of the District for Fiscal Year 2022/2023**
97 **and Providing for an Effective Date, was adopted.**

98

99

100 **SEVENTH ORDER OF BUSINESS**

Consideration of Resolution 2022-12,
Designating the Primary Administrative
Office and Principal Headquarters of the
District and Providing an Effective Date

101

102

103

104

105 This item was deferred.

106

107 **EIGHTH ORDER OF BUSINESS**

Update: Stormwater Management Needs
Analysis

108

109

110 Ms. Cerbone stated that the District Engineer submitted a letter to the County indicating
111 that the CDD does not have a stormwater system yet and that the Report will be submitted
112 when necessary.

113 **NINTH ORDER OF BUSINESS** **Acceptance of Unaudited Financial**
114 **Statements as of June 30, 2022**

115
116 Ms. Cerbone presented the Unaudited Financial Statements as of June 30, 2022.

117
118 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor, the**
119 **Unaudited Financial Statements as of June 30, 2022, were accepted.**

120
121
122 **TENTH ORDER OF BUSINESS** **Approval of May 11, 2022 Public Hearing**
123 **and Regular Meeting Minutes**

124
125 Ms. Cerbone presented the May 11, 2022 Public Hearing and Regular Meeting Minutes.

126
127 **On MOTION by Ms. Potter and seconded by Mr. Nowotny, with all in favor, the**
128 **May 11, 2022 Public Hearing and Regular Meeting Minutes, as presented, were**
129 **approved.**

130
131
132 **ELEVENTH ORDER OF BUSINESS** **Staff Reports**

133
134 **A. District Counsel: *KE Law Group, PLLC***

135 There was no report.

136 **B. District Engineer: *Dewberry Engineers, Inc.***

137 There was no report.

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

- 139 • **NEXT MEETING DATE: September 14, 2022 at 9:30 A.M.**

- 140 ○ **QUORUM CHECK**

141 The next meeting will be September 14, 2022, unless canceled.

142 Ms. Cerbone distributed and asked the Board Members to complete Form 8B, which is
143 the Memorandum of Voting Conflict to disclose that they are a CDD Board Member and an
144 employee or business affiliate of a Landowner or Developer of the CDD. This is necessary
145 because decisions potentially affecting the Landowner and/or Developer might come before
146 the Board.

147 As discussed at the Fox Branch Ranch CDD meeting, Form 8B for each Supervisor with a
148 potential conflict should be attached to each set of meeting minutes.

149

150 **TWELFTH ORDER OF BUSINESS** **Board Members' Comments/Requests**

151

152 There were no Board Members' comments or requests.

153

154 **THIRTEENTH ORDER OF BUSINESS** **Public Comments**

155

156 There were no public comments.

157

158 **FOURTEENTH ORDER OF BUSINESS** **Adjournment**

159

160

161 **On MOTION by Ms. Moulton and seconded by Mr. Nowotny, with all in favor,**
162 **the meeting adjourned at 10:02 a.m.**

163

164

165

166

167

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

168
169
170
171
172
173

Secretary/Assistant Secretary

Chair/Vice Chair

**HAWTHORNE MILL NORTH
COMMUNITY DEVELOPMENT DISTRICT**

**STAFF
REPORTS**

HAWTHORNE MILL NORTH COMMUNITY DEVELOPMENT DISTRICT

BOARD OF SUPERVISORS FISCAL YEAR 2022/2023 MEETING SCHEDULE

LOCATION

*Ramada by Wyndham Davenport Orlando South
43824 Highway 27, Davenport, Florida 33837-6808*

DATE	POTENTIAL DISCUSSION/FOCUS	TIME
October 12, 2022 CANCELED	Regular Meeting	9:30 AM*
November 9, 2022 CANCELED	Regular Meeting	9:30 AM*
December 14, 2022 CANCELED	Regular Meeting	9:30 AM*
January 11, 2023 CANCELED	Regular Meeting	9:30 AM*
February 8, 2023 CANCELED	Regular Meeting	9:30 AM*
March 8, 2023 CANCELED	Regular Meeting	9:30 AM*
April 12, 2023	Regular Meeting	9:30 AM*
May 10, 2023	Regular Meeting	9:30 AM*
June 14, 2023	Regular Meeting	9:30 AM*
July 12, 2023	Regular Meeting	9:30 AM*
August 9, 2023	Regular Meeting	9:30 AM*
September 13, 2023	Regular Meeting	9:30 AM*

** Meetings will convene immediately following the adjournment of the Fox Branch Ranch CDD meetings and Harmony on Lake Eloise CDD meetings, scheduled to commence at 9:30 a.m., respectively.*