

**MINUTES OF MEETING
WATERGRASS
COMMUNITY DEVELOPMENT DISTRICT II**

The regular meeting of the Board of Supervisors of the WaterGrass Community Development District II was held on Wednesday, August 15, 2018 at 5:00 p.m. in the WaterGrass Club, 32711 Windelstraw Drive, Wesley Chapel, Florida.

Present and constituting a quorum were:

Paul Nettina	Chairman
Craig Weber	Vice Chairman
Arlene Elmore	Assistant Secretary
Julie Best	Assistant Secretary
Pete Williams	Assistant Secretary

Also present were:

Andy Mendenhall	District Manager
Gabe Mena	Clubhouse Manager
John Vericker	District Counsel (via telephone)
Justin Rowan	MBS Capital Markets
Alice Carlson	AJC Associates, Inc. (via telephone)
Mike Williams	Akerman LLP (via telephone)
Residents	

The following is a summary of the discussions and actions taken.

FIRST ORDER OF BUSINESS

Roll Call

Mr. Mendenhall called the meeting to order and called the roll.

SECOND ORDER OF BUSINESS

Organizational Matters

A. Resolution 2018-8 Designating Officers

On MOTION by Mr. Weber seconded by Mr. Nettina with all in favor Resolution 2018-8 designating officers; keeping the current officer structure and appointing Pete Williams an Assistant Secretary was adopted.

THIRD ORDER OF BUSINESS

Approval of Consent Agenda

A. May 10, 2018 Public Hearing/Meeting Minutes

B. May 16, 2018 and June 13, 2018 Regular Meeting Minutes

- C. June 30, 2018 Financial Statements**
- D. Ratification of Vivicon, Inc. Assignment Letter**

On MOTION by Mr. Williams seconded by Mr. Nettina with all in favor the consent agenda was approved.

FOURTH ORDER OF BUSINESS

Audience Comments on Agenda Items

- Juan Crespa inquired if meeting minutes are available on line. It was noted they are available on the District website.

SIXTH ORDER OF BUSINESS

Public Hearing to Adopt the Fiscal Year 2019 Budget

- There is no increase in assessments.

On MOTION by Mr. Weber seconded by Mr. Nettina with all in favor the budget public hearing was opened.

- Hearing no questions or comments from the audience,

On MOTION by Mr. Nettina seconded by Mr. Weber with all in favor the budget public hearing was closed.

A. Resolution 2018-6 Adopting the Fiscal Year 2019 Budget

On MOTION by Mr. Williams seconded by Mr. Weber with all in favor Resolution 2018-6 relating to the annual appropriations of the District and adopting the budget for the fiscal year beginning October 1, 2018; and ending September 30, 2019, and referencing the operations and maintenance special assessments to be levied by the District for said fiscal year was adopted.

B. Resolution 2018-7 Levying Special Assessments

On MOTION by Mr. Williams seconded by Mr. Weber with all in favor Resolution 2018-7 levying and imposing special assessments; providing for collection and enforcement of special assessments; adopting and certifying an assessment roll; providing for amendment of the assessment roll; providing a severability clause; and providing an effective date was adopted.

SEVENTH ORDER OF BUSINESS

Staff Reports

- A. Amenity Manager**
 - Mr. Mena commented on maintenance upgrades and social events.
- B. District Manager**
 - i. Fiscal Year 2019 Proposed Meeting Schedule**
 - The proposed fiscal year 2019 meeting schedule was reviewed.
 - The November 21, 2018 meeting date was changed to November 13, 2018.

On MOTION by Mr. Nettina seconded by Ms. Elmore with all in favor the fiscal year 2019 meeting schedule was approved as amended.

- ii. Landowner Meeting Information, Proxy, Ballot and Sample Agenda**
 - Information regarding the landowner election was included in the agenda package.
 - The November 21, 2018 landowner meeting date was changed to November 13, 2018.

EIGHTH ORDER OF BUSINESS

Audience Comments

- Comments on street cleaning; By-Laws; construction schedule; meeting times; park and general landscape maintenance; pool monitors; entrance gates; and traffic lights were addressed.

FIFTH ORDER OF BUSINESS

Consideration of Series 2018 Bond Documents

- Mr. Ackerman reviewed the Delegated Award Resolution and the listed documents for approval in form thereof.
- Mr. Rowan reviewed the bond process timetable.
- If necessary, this meeting will be continued to September 19, 2018 at 10:00 a.m. in the offices of Inframark.

A. First Supplemental Special Assessment Methodology Report

B. Delegated Award Resolution 2018-9

- i. Supplemental Trust Indenture**
- ii. Preliminary Limited Offering Memorandum**
- iii. Bond Purchase Agreement**
- iv. Continuing Disclosure Agreement**
- v. Developer Agreements**
 - a. True-Up Agreement**
 - b. Completion Agreement**
 - c. Collateral Assignment Agreement**
 - d. Declaration of Consent**
 - e. Agreement to Convey or Dedicate**

f. Notice of Lien and Disclosure

On MOTION by Mr. Williams seconded by Mr. Nettina with all in favor Resolution 2018-9 supplementing its Resolution 2018-03, by authorizing the issuance of its Watergrass Community Development District II Special Assessment Revenue Bonds, Series 2018 in a principal amount of not exceeding \$8,250,000 for the principal purpose of acquiring and constructing assessable improvements; delegating to the Chairman or Vice Chairman of the Board of Supervisors of the District, subject to compliance with the applicable provisions hereof, the authority to award the sale of such 2018 bonds to MBS Capital Markets, LLC by executing and delivering to such underwriter a Bond Purchase Agreement and approving the form thereof; approving the form of and authorizing the execution of the First Supplemental Trust Indenture; appointing U.S. Bank National Association as the Trustee, bond registrar and paying agent for such 2018 bonds; making certain findings; approving form of said 2018 bonds; approving the form of the Preliminary Limited Offering Memorandum and authorizing the use by the underwriter of the Preliminary Limited Offering Memorandum and the Limited Offering Memorandum and the execution of the Limited Offering Memorandum; approving the form of the Continuing Disclosure Agreement and authorizing the execution thereof; authorizing certain officials of Watergrass Community Development District II and others to take all actions required in connection with the issuance, sale and delivery of said 2018 bonds; providing certain other details with respect to said 2018 bonds; and providing an effective date was adopted.

NINTH ORDER OF BUSINESS

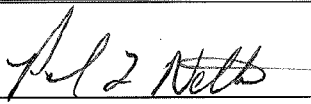
Supervisors' Requests

- Ms. Carlson reviewed The First Supplemental Special Assessment Methodology Report; confirming the max annual assessment as listed is consistent with the figure given as part of the bond sizing provided by MBS.

TENTH ORDER OF BUSINESS

Continuation

On MOTION by Mr. Nettina seconded by Mr. Weber with all in favor the meeting was continued to September 19, 2018 at 10:00 a.m. in the offices of Inframark.



 Paul Nettina
 Chairman