

**MINUTES OF MEETING  
THREE RIVERS  
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Three Rivers Community Development District held a Regular Meeting on April 21, 2022 at 3:00 p.m., at Amelia Walk Amenity Center, 85287 Majestic Walk Circle, Fernandina Beach, Florida 32034.

**Present were:**

Liam O'Reilly  
Mike Taylor  
Greg Kern

Chair  
Vice Chair  
Assistant Secretary

**Also present were:**

Ernesto Torres  
Wes Haber  
Bill Schaefer (via telephone)  
George Katsarus (via telephone)  
Michael Molineaux  
Sete Zare (via telephone)  
Tim Graham (via telephone)

District Manager  
District Counsel  
District Engineer  
England-Thims & Miller, Inc.  
Castle Group  
MBS Capital Markets, LLC  
Bond Counsel, Akerman

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Torres called the meeting to order at 3:04 p.m. Supervisors O'Reilly, Taylor and Kern were present, in person. Supervisors Bock and Miars were not present.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There were no public comments.

**THIRD ORDER OF BUSINESS**

**Consent Agenda**

Mr. Torres presented the following Consent Agenda items:

- A. **Consideration of Requisitions: Construction Account** (*support documentation available upon request*)
- I. **Number 104: Vallencourt Construction Company, Inc.** [\$488,853.78]
  - II. **Number 105: Dominion Engineering Group, Inc.** [\$22,354.00]
- B. **Consideration of Requisitions: South Series Assessment** (*support documentation available upon request*)
- I. **Number 66: Bio Tech Consulting, Inc.** [\$135.00]
  - II. **Number 67: England-Thims & Miller, Inc.** [\$56,912.50]
  - III. **Number 68: ELM, Inc.** [\$7,688.44]
  - IV. **Number 70: Dominion Engineering Group, Inc.** [\$1,130.00]
  - V. **Number 71: Dominion Engineering Group, Inc.** [\$1,050.00]
  - VI. **Number 72: Kutak Rock LLP** [\$1,710.00]
  - VII. **Number 74: ECS Florida LLC** [\$2,000.00]
  - VIII. **Number 75: Clary & Associates, Inc.** [\$450.00]
  - IX. **Number 76: Bio-Tech Consulting, Inc.** [\$825.00]
  - X. **Number 77: Avid Trails LLC** [\$4,900.00]
  - XI. **Number 78: England-Thims & Miller, Inc.** [\$23,370.00]
  - XII. **Number 79: England-Thims & Miller, Inc.** [\$17,766.49]
  - XIII. **Number 80: England-Thims & Miller, Inc.** [\$39,786.03]
  - XIV. **Number 81: England-Thims & Miller, Inc.** [\$19,655.00]
  - XV. **Number 82: England-Thims & Miller, Inc.** [\$77.50]
- **Requisitions Number 83 and 84**
- These items were additions to the agenda.
- Number 83: ECS Florida LLC [\$3,200.00]
- Number 84: Godard Design [\$17,212.50]
- C. **Ratification of Requisitions: South Series Assessment** (*support documentation available upon request*)
- I. **Number 69: Auld & White Constructors, LLC** [\$517,587.62]
  - II. **Number 73: Auld & White Constructors, LLC** [\$228,375.38]

**On MOTION by Mr. O'Reilly and seconded by Mr. Kern with all in favor, the Consent Agenda Items, as presented, were approved and/or ratified.**

**FOURTH ORDER OF BUSINESS**

**Consideration of Auld & White Constructors, LLC, Change Order No. 1 for Tributary Regional Park**

Mr. Taylor presented Auld & White Constructors, LLC, Change Order No. 1 for additional drainage around the Tributary Regional Park playground.

**On MOTION by Mr. O'Reilly and seconded by Mr. Kern, with all in favor, Auld & White Constructors, LLC, Change Order No. 1 for Tributary Regional Park, in the amount of \$108,631, was approved.**

**FIFTH ORDER OF BUSINESS**

**Presentation of Supplemental Engineers Report, Series 2022 A Bonds**

Mr. Katsarus presented the Supplemental Engineer's Report for the Series 2022 A Bonds, Units 8, 10 and 15, dated April 21, 2022 and accompanying Tables. He noted the following:

- The Supplemental Engineer's Report describes the portion of the Capital Improvement Plan (CIP) to be financed through the issue of the Series 2022 A Bonds.
- The Development Program includes 257 total lots.
- The estimated cost of improvements is \$15,300,000, including the stormwater management system, roadway improvements and the water, sewer and reuse systems.

Mr. Haber suggested approval in substantial form.

**On MOTION by Mr. O'Reilly and seconded by Mr. Taylor, with all in favor, the Supplemental Engineer's Report, Series 2022 A Bonds, in substantial form, was approved.**

SIXTH ORDER OF BUSINESS

**Presentation of Series 2022 A Bonds Supplemental Special Assessment Methodology Report**

Mr. Torres presented the pertinent data in each Section of the Series 2022 A Bonds Supplemental Special Assessment Methodology Report dated April 21, 2022, which would be included in the bond offering, along with the accompanying Tables. He noted the following:

- The development of land within the Series 2022 A Bonds Assessment Area within Units 8, 10 and 15 envisions a total of 257 single-family residential units.
- Infrastructure to be funded includes stormwater management, roadways, and water, sewer and reuse water utilities, with an estimated total cost of \$15,300,000.

Mr. Haber stated this Methodology applies to the new bonds. He recalled that, at the previous meeting, the Board approved the Methodology, which added a new 70' unit type. At the next meeting, a Public Hearing will be held to officially add that unit type and, at that time, the Supplemental Assessment Resolution will be adopted. Mr. Haber suggested approval in substantial form.

**On MOTION by Mr. O'Reilly and seconded by Mr. Kern, with all in favor, the Series 2022 A Bonds Supplemental Special Assessment Methodology Report, in substantial form, was approved.**

- **MBS Capital Markets Supplement to Investment Banking Agreement for the issuance of Special Assessment Bonds Series 2022**  
**This item was an addition to the agenda.**

Ms. Zare presented a supplement to the original Agreement specific to the 2022 bonds.

**On MOTION by Mr. O'Reilly and seconded by Mr. Taylor, with all in favor, the MBS Capital Markets Supplement to Investment Banking Agreement, was approved.**

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2022-06, Supplementing its Resolution 2019-26 by Authorizing the Issuance of its Three Rivers Community Development District Special Assessment Bonds, Series 2022A-1 And Series 2022A-2 (Collectively, the "Series 2022A Bonds") in an Aggregate Principal Amount Not Exceeding \$ \$17,000,000 for the Principal Purpose of Acquiring and Constructing Assessable Improvements and Refunding a Portion of the Outstanding Three Rivers Community Development District Special Assessment Bonds, Series 2021B (South Assessment Area); Delegating to the Chair or Vice Chair of the Board of Supervisors of the Issuer, Subject to Compliance with the Applicable Provisions Hereof, the Authority to Award the Sale of Such 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 a Supplemental Trust Indenture; Approving U.S. Bank Trust Company, National Association, as the Trustee, Bond Registrar and Paying Agent for Such Series 2022A Bonds; Making Certain Findings; Approving the Form of Said 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 the District and Others to Take All Actions Required in Connection with the Issuance, Sale and Delivery of Said Bonds; Providing Certain Other Details

**with Respect to Said Series 2022A Bonds;  
and Providing an Effective Date**

Mr. Graham presented Resolution 2022-06. Resolution 2022-06 accomplishes the following:

- Authorizes issuance of bonds in an aggregate amount not to exceed \$17,000,000.
- Approves the principal bond documents, including the Fourth Supplemental Trust Indenture and the Preliminary Limited Offering Memorandum (PLOM).
- Authorizes commencing the bond validation process.

**On MOTION by Mr. O'Reilly and seconded by Mr. Taylor, with all in favor, Resolution 2022-06, Supplementing its Resolution 2019-26 by Authorizing the Issuance of its Three Rivers Community Development District Special Assessment Bonds, Series 2022A-1 And Series 2022A-2 (Collectively, the "Series 2022A Bonds") in an Aggregate Principal Amount Not Exceeding \$ \$17,000,000 for the Principal Purpose of Acquiring and Constructing Assessable Improvements and Refunding a Portion of the Outstanding Three Rivers Community Development District Special Assessment Bonds, Series 2021B (South Assessment Area); Delegating to the Chair or Vice Chair of the Board of Supervisors of the Issuer, Subject to Compliance with the Applicable Provisions Hereof, the Authority to Award the Sale of Such 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 a Supplemental Trust Indenture; Approving U.S. Bank Trust Company, National Association, as the Trustee, Bond Registrar and Paying Agent for Such Series 2022A Bonds; Making Certain Findings; Approving the Form of Said 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 the District and Others to Take All Actions Required in Connection with the Issuance, Sale and Delivery of Said Bonds; Providing Certain Other Details with Respect to Said Series 2022A Bonds; and Providing an Effective Date, was adopted.**

**EIGHTH ORDER OF BUSINESS**

**Consideration of First Amendment to Interlocal Agreement Between Nassau County and Three Rivers Community Development District Regarding Certain Park Improvements**

Mr. Haber presented the First Amendment to the Interlocal Agreement.

**On MOTION by Mr. O'Reilly and seconded by Mr. Kern, with all in favor, the First Amendment to the Interlocal Agreement Between Nassau County and Three Rivers Community Development District Regarding Certain Park Improvements, in substantial form, and authorizing the Chair to execute, was approved.**

**NINTH ORDER OF BUSINESS**

**Consideration of Resolution 2022-07, Ratifying the Actions of the District Manager in Re-Scheduling and Re-Noticing the Public Hearing on the Reallocation of Special Assessments and Designating ERUs for New Product Types and Imposing Special Assessments; Amending Resolution 2022-05 to Set the Public Hearing Thereon for May 19, 2022, at 3:00 P.M., at Amelia Walk Amenity Center, 85287 Majestic Walk Circle, Fernandina Beach, Florida 32034**

Mr. Haber presented Resolution 2022-07. This Resolution ratifies rescheduling the Public Hearing from May 12, 2022 to May 19, 2022.

**On MOTION by Mr. O'Reilly and seconded by Mr. Kern, with all in favor, Resolution 2022-07, Ratifying the Actions of the District Manager in Re-Scheduling and Re-Noticing the Public Hearing on the Reallocation of Special Assessments and Designating ERUs for New Product Types and Imposing Special Assessments; Amending Resolution 2022-05 to Set the Public Hearing Thereon for May 19, 2022, at 3:00 P.M., at Amelia Walk Amenity Center, 85287 Majestic Walk Circle, Fernandina Beach, Florida 32034, was adopted.**

TENTH ORDER OF BUSINESS

Approval of March 29, 2022 Regular Meeting Minutes

Mr. Torres presented the March 29, 2022 Regular Meeting Minutes.

On MOTION by Mr. O'Reilly and seconded by Mr. Kern, with all in favor, the March 29, 2022 Regular Meeting Minutes, as presented, were approved.

ELEVENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Kutak Rock LLP*

Mr. Haber stated that he and Mr. Taylor are developing policies for the Amenity Center. An annual user fee and room rental rates would be presented at an upcoming meeting.

B. District Engineers: *Dominion Engineering Group, Inc. and ETM*

There was no report.

C. Property Manager: *Castle Group*

There was no report.

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

- NEXT MEETING DATE: May 19, 2022 at 3:00 PM
  - QUORUM CHECK

Supervisors O'Reilly, Kern and Taylor confirmed their attendance at the May 19, 2022 meeting.

TWELFTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

THIRTEENTH ORDER OF BUSINESS

Public Comments

There were no public comments.

FOURTEENTH ORDER OF BUSINESS

Adjournment



There being nothing further to discuss, the meeting adjourned.

**On MOTION by Mr. O'Reilly and seconded by Mr. Kern, with all in favor, the meeting adjourned at 3:30 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

  
Secretary/Assistant Secretary

  
Chair/Vice Chair