

**HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT
DISTRICT**

February 22, 2021

**BOARD OF SUPERVISORS
REGULAR MEETING
AGENDA**

Hills of Minneola Community Development District

OFFICE OF THE DISTRICT MANAGER

2300 Glades Road, Suite 410W • Boca Raton, Florida 334313

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

February 15, 2021

Board of Supervisors
Hills of Minneola Community Development District

Dear Board Members:

The Board of Supervisors of the Hills of Minneola Community Development District will hold a Regular Meeting on February 22, 2021 at 1:00 p.m., at the City of Minneola City Hall, 800 N. U.S. Highway 27, Minneola, Florida 34715. The agenda is as follows:

1. Call to Order/Roll Call
2. Public Comments
3. Administration of Oath of Office to Newly Appointed Supervisor, Adam Schott [Seat 5]
 - 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
4. Ratification of Assignment and Assumption of Contract with BWG Landscape & Irrigation, LLC, for Landscaping Installation
5. Presentation of Audited Financial Report for Fiscal Year Ended September 30, 2020, Prepared by McDermitt Davis
6. Consideration of Resolution 2021-01, Hereby Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2020
7. Acceptance of Unaudited Financial Statements as of January 31, 2021

ATTENDEES:

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

[TO ATTEND BY TELEPHONE](#)
CALL-IN NUMBER: 1-888-354-0094
CONFERENCE ID: 8518503

8. Consideration of September 14, 2020 Continued Telephonic Public Hearing and Meeting Minutes

9. Staff Reports

A. District Counsel: *Straley Robin Vericker*

B. District Engineer: *Poulos & Bennett, LLC*

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

- NEXT MEETING DATE: March 22, 2021 at 1:00 PM

- QUORUM CHECK

Denver Marlow	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
Christopher Gardner	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
Jennifer Jerman	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
Richard Jerman	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
Adam Schott	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO

10. Board Members' Comments/Requests

11. Public Comments

12. Adjournment

Should you have any questions or concerns, please do not hesitate to contact me directly at 561-346-5294.

Sincerely,



Cindy Cerbone
District Manager

HILLS OF MINNEOLA

COMMUNITY DEVELOPMENT DISTRICT

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Assignment and Assumption

(Contract with BWG Landscape & Irrigation, LLC for Landscaping Installation)

This Assignment and Assumption (this “**Assignment**”) is dated as of January 8, 2021, by and between **JEN Florida 30, LLC**, a Florida limited liability company (“**Developer**”) and the **Hills of Minneola Community Development District** (the “**District**”).

Background Information

The Developer entered into that certain agreement with **BWG Landscape & Irrigation, LLC**, a Florida limited liability company (“**Contractor**”) dated as of September 23, 2020, as amended, for the landscaping installation work (the “**Contract**”), a copy of which Contract and any amendments and change orders are attached as **Composite Exhibit 1**. The District has requested and Developer has agreed to assign to the District all of the Developer’s rights and obligations with respect to the work related to the installation of landscaping related to the construction of public infrastructure contemplated by the Contract.

Now therefore for \$10.00 and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. **Background Information and Exhibit.** The foregoing Background Information is accurate and together with the exhibits attached hereto, the Background Information and exhibits are hereby incorporated into this Assignment for all purposes.
2. **Assignment of the Contract.** Developer hereby assigns to the District all of Developer’s right, title, interest and obligations in, to and under the Contract with respect to the work remaining related to the landscaping installation contemplated thereby.
3. **Assumption of the Contract.** The District hereby accepts the assignment of the Contract and hereby agrees to assume all of the Contract obligations with respect to the work remaining related to the landscaping installation of public infrastructure contemplated thereby.
4. **Funding.** The District issued its \$23,520,000 Special Assessment Revenue Bonds, Series 2020, (the “**Series 2020 Bonds**”) and generated construction funds that are anticipated to pay for a portion of the work in the Contract. In the event the proceeds of the Series 2020 Bonds are not sufficient to pay for all of the work in the Contract, the Developer executed a Funding and Completion Agreement dated July 29, 2020 to either provide the requisite funding to the District or to directly pay the Contractor in order to satisfy the terms of the Contract.
5. **Developer’s Waiver of Bonds and Contractor’s Ability to Lien Developer’s Property.** Pursuant to the Contract the Developer waived payment and performance bonds for the work. The Developer hereby consents and acknowledges that to the extent the District does not have sufficient proceeds on hand and the Developer fails to provide the requisite funding to the District or to directly pay the Contractor for any shortfall, the Contractor shall have the right to lien the Developer’s property located within the District.
6. **Consent to Assignment of Contract:** Contractor hereby consents to the assignment of the Contract to the District.
7. **Sales Tax Exemption:** The Contractor acknowledges that the District is exempt from the Florida Sales and Use Tax (the “**Sales Tax**”). Accordingly, to minimize costs to the District, the Contractor agrees to cooperate with the District and to allow the District to purchase materials in its name in order to

avoid the Sales Tax that would otherwise be due on such purchases. All such purchases shall be from vendors specified by and acceptable to the District, and shall be coordinated with the Contractor's work schedule. All savings realized by the District as a result of such direct purchases shall inure to the benefit of the District, and the contract sum shall be reduced by the amount of the Sales Tax savings on all materials purchased because the contract sum was originally computed on the assumption that materials would be subject to Sales Tax.

8. **Public Records:** As required under Section 119.0701, Florida Statutes, the Contractor shall (a) keep and maintain public records that ordinarily and necessarily would be required by the District in order to perform the service, (b) provide the public with access to public records on the same terms and conditions that the District would provide the records and at a cost that does not exceed the cost provided by law, (c) ensure that public records that are exempt or confidential and exempt from public records disclosure requirements are not disclosed except as authorized by law, (d) meet all requirements for retaining public records and transfer, at no cost, to the District all public records in possession of the Contractor upon termination of the contract and destroy any duplicate public records that are exempt or confidential and exempt from public records disclosure requirements. All records stored electronically must be provided to the District in a format that is compatible with the information technology systems of the District.

IF THE CONTRACTOR HAS QUESTIONS REGARDING THE APPLICATION OF CHAPTER 119, FLORIDA STATUTES, TO THE CONTRACTOR'S DUTY TO PROVIDE PUBLIC RECORDS RELATING TO THE CONTRACT OR THIS ASSIGNMENT, CONTACT THE CUSTODIAN OF PUBLIC RECORDS AT (561) 571-0010, OR BY EMAIL AT WRATHELLC@WHHASSOCIATES.COM, OR BY REGULAR MAIL AT WRATHELL HUNT & ASSOCIATES, LLC, 2300 GLADES RD., SUITE 410-W, BOCA RATON, FL 33431.

9. **Insurance.** The Contractor shall deliver to the District proof of insurance required by the Contract and name the District as an "Additional Insured" under such policy.
10. **Notice.** Where notice is required to be provided under the Contract, notice shall be deemed sent upon transmittal of the notice by U.S. Mail or email to the other party and shall be deemed received upon actual receipt by mail or email, whichever is first. The District's mailing address is listed below:

To the District: The Hills of Minneola Community Development District
c/o Wrathell Hunt & Associates, LLC
2300 Glades Rd., Suite 410-W
Boca Raton, FL 33431
Attn: Craig Wrathell, District Manager
[wrathellc@whhassociates.com](mailto:wratHELLC@whhassociates.com)

With a copy to: Straley Robin Vericker
1510 W. Cleveland Street
Tampa, Florida 33607
Attn: Vivek K. Babbar, District Counsel
vbabbar@srvlegal.com

11. **Counterparts.** This Assignment may be executed in any number of counterparts, each of which when executed and delivered shall be an original; however, all such counterparts together shall constitute, but one and the same instrument.

Signature Page of Assignment
(Landscaping Installation)

IN WITNESS WHEREOF the undersigned have executed this Assignment as of the date and year first written above.

Hills of Minneola
Community Development District



Denver Marlow
Vice-Chair of the Board of Supervisors

JEN Florida 30, LLC
a Florida limited liability company



Denver Marlow
Manager

Consented to By:

BWG Landscape & Irrigation, LLC
a Florida limited liability company

Charles Capehart, Jr.
President

Signature Page of Assignment
(Landscaping Installation)

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Hills of Minneola
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Charles Capehart, Jr.
President

HILLS OF MINNEOLA

COMMUNITY DEVELOPMENT DISTRICT

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Financial Report

Year Ended September 30, 2020

Hills of Minneola Community Development District

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INDEPENDENT AUDITOR'S REPORT

To the Board of Supervisors
Hills of Minneola Community Development District

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of *Hills of Minneola Community Development District*, (the "District") as of and for the year ended September 30, 2020, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

The District's management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, and each major fund of the District as of September 30, 2020, and the respective changes in financial position thereof and the respective budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis starting on page 3, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued a report dated January 18, 2021, on our consideration of the District's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control over financial reporting and compliance.

McDiarmid Davis

Orlando, Florida
January 18, 2021

Our discussion and analysis of *Hills of Minneola Community Development District*, Lake County, Florida's (the "District") financial accomplishments provide an overview of the District's financial activities for the year ended September 30, 2020. Please read it in conjunction with the District's Independent Auditor's Report, financial statements and accompanying notes.

This information is being presented to provide additional information regarding the activities of the District and to meet the disclosure requirements of Government Accounting Standards Board Statement (GASB) No. 34, *Basic Financial Statements - and Management's Discussion and Analysis - for State and Local Governments* issued June 1999.

Financial Highlights

- The liabilities of the District exceeded its assets at September 30, 2020 by \$859,756, a decrease in net position of \$851,034 in comparison with the prior year.
- At September 30, 2020, the District's governmental funds reported fund balances of \$10,532,297, an increase of \$10,541,019 in comparison with the prior year.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to *Hills of Minneola Community Development District's* financial statements. The District's financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to financial statements.

Government-Wide Financial Statements

The government-wide financial statements are designed to provide readers with a broad overview of the District's finances, in a manner similar to a private-sector business.

The statement of net position presents information on all of the District's assets and liabilities, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

The statement of activities presents information showing how the government's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will result in cash flows in future fiscal periods.

The government-wide financial statements include all governmental activities that are principally supported by special assessment revenues. The District does not have any business-type activities. The governmental activities of the District include general government, and maintenance and operations related functions.

Fund Financial Statements

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The District has one fund category: Governmental Funds.

Governmental Funds

Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating a District's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The District maintains three individual governmental funds. Information is presented separately in the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and changes in fund balances for the general fund, debt service fund and capital projects fund, all of which are considered to be major funds.

The District adopts an annual appropriated budget for its general fund. A budgetary comparison schedule has been provided for the general fund to demonstrate compliance with the budget.

Notes to Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Government-Wide Financial Analysis

Statement of Net Position - The District's net position was \$(859,756) at September 30, 2020. The analysis that follows focuses on the net position of the District's governmental activities.

Statement of Net Position

	<u>2020</u>	<u>Unaudited 2019</u>
Assets, excluding capital assets	\$ 12,740,387	\$ 19,750
Capital Assets, not being depreciated	12,060,114	-
Total assets	<u>24,800,501</u>	<u>19,750</u>
Liabilities, excluding long-term liabilities	2,373,579	28,472
Long-term Liabilities	23,286,678	-
Total liabilities	<u>25,660,257</u>	<u>28,472</u>
Net Position:		
Net investment in capital assets	(2,246,921)	-
Restricted for debt service	1,385,210	-
Unrestricted	1,955	(8,722)
Total net position	<u>\$ (859,756)</u>	<u>\$ (8,722)</u>

The following is a summary of the District's governmental activities for the fiscal years ended September 30, 2020 and 2019.

Changes in Net Position

	<u>2020</u>	<u>Unaudited 2019</u>
Revenues:		
Program revenues	\$ 51,393	\$ 5,528
Total revenues	<u>51,393</u>	<u>5,528</u>
Expenses:		
General government	727,894	14,250
Interest on long-term debt	174,533	-
Total expenses	<u>902,427</u>	<u>14,250</u>
Change in net position	(851,034)	(8,722)
Net position, beginning	(8,722)	-
Net position, ending	<u>\$ (859,756)</u>	<u>\$ (8,722)</u>

As noted above and in the statement of activities, the cost of all governmental activities during the year ended September 30, 2020 was \$902,427. The majority of these costs are interest on long-term debt and debt issuance cost.

Financial Analysis of the Government's Funds

The District uses fund accounting to ensure and demonstrate compliance with finance related legal requirements. The focus of the District's governmental funds is to provide information on near-term inflows, outflows and balances of spendable resources. Such information is useful in assessing the District's financing requirements. In particular, unassigned fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year. At September 30, 2020, the District's governmental funds reported combined ending fund balances of \$10,532,297. Of this total, \$10,534,341 is restricted and the remainder of (\$2,044) is unassigned.

The fund balance of the general fund decreased \$2,044 due to an increase in expenditures. The debt service fund balance increased by \$1,566,504 due to bond proceeds. The capital projects fund balance increased by \$8,976,559 due to bond proceeds.

General Fund Budgetary Highlights

An operating budget was adopted and maintained by the governing board for the District pursuant to the requirements of Florida Statutes. The budget to actual comparison for the general fund, including the original budget and final adopted budget, is shown on page 12. The budget is adopted using the same basis of accounting that is used in preparation of the fund financial statements. The legal level of budgetary control is at the fund level.

Capital Asset and Debt Administration

Capital Assets

At September 30, 2020, the District had \$12,060,114 invested in construction in process.

Capital Debt

At September 30, 2020, the District had \$23,520,000 in bonds outstanding. More detailed information about the District's capital debt is presented in the notes to financial statements.

Requests for Information

If you have questions about this report or need additional financial information, contact *Hills of Minneola Community Development Districts* Finance Department at 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431.

FINANCIAL STATEMENTS

Hills of Minneola Community Development District
Statement of Net Position
September 30, 2020

	Governmental Activities
Assets:	
Cash	\$ 7,665
Due from developer	16,682
Restricted assets:	
Temporarily restricted investments	12,716,040
Capital Assets:	
Capital assets not being depreciated	12,060,114
Total assets	24,800,501
Liabilities:	
Accounts payable and accrued expenses	1,508,440
Retainage payable	671,505
Due to developers	21,062
Accrued interest payable	172,572
Noncurrent liabilities:	
Due within one year	440,000
Due in more than one year	22,846,678
Total liabilities	25,660,257
Net Position:	
Net investment in capital assets	(2,246,921)
Restricted for debt service	1,385,210
Unrestricted	1,955
Total net position	\$ (859,756)

Hills of Minneola Community Development District
Statement of Activities
Year Ended September 30, 2020

Functions/Programs	Expenses	Program Revenue		Capital Grants and Contributions	Net (Expense) Revenue and Changes in Net Position
		Charges for Services	Operating Grants and Contributions		
Governmental activities:					
General government	\$ 727,894	\$ -	\$ 51,277	\$ -	\$ (676,617)
Interest on long-term debt	174,533	-	8	108	(174,417)
Total governmental activities	\$ 902,427	\$ -	\$ 51,285	\$ 108	(851,034)
			Change in net position		(851,034)
			Net position, beginning		<u>(8,722)</u>
			Net position, ending		<u>\$ (859,756)</u>

Hills of Minneola Community Development District
Balance Sheet - Governmental Funds
September 30, 2020

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total Governmental Funds</u>
Assets:				
Cash	\$ 7,665	\$ -	\$ -	\$ 7,665
Investments	-	1,570,260	11,145,780	12,716,040
Due from developer	16,682	-	-	16,682
Total assets	<u>\$ 24,347</u>	<u>\$ 1,570,260</u>	<u>\$ 11,145,780</u>	<u>\$ 12,740,387</u>
Liabilities and Fund Balances:				
Liabilities:				
Accounts payable and accrued expenses	\$ 13,808	\$ -	\$ 1,494,632	\$ 1,508,440
Retainage payable	-	-	671,505	671,505
Due to developers	5,500	12,478	3,084	21,062
Total liabilities	<u>19,308</u>	<u>12,478</u>	<u>2,169,221</u>	<u>2,201,007</u>
Deferred Inflows:				
Unavailable revenue	7,083	-	-	7,083
Fund balances:				
Restricted for:				
Debt service	-	1,557,782	-	1,557,782
Capital projects	-	-	8,976,559	8,976,559
Unassigned	(2,044)	-	-	(2,044)
Total fund balances	<u>(2,044)</u>	<u>1,557,782</u>	<u>8,976,559</u>	<u>10,532,297</u>
Total liabilities and fund balances	<u>\$ 24,347</u>	<u>\$ 1,570,260</u>	<u>\$ 11,145,780</u>	

Amounts reported for governmental activities in the statement of net position are different because:

Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds.	12,060,114
Other long-term assets are not available to pay for current period expenditures and, therefore, are deferred in the funds	7,083
Long-term liabilities are not due and payable in the current period and therefore are not reported in the funds.	
Accrued interest payable	(172,572)
Bonds payable	<u>(23,286,678)</u>
Net Position of Governmental Activities	<u>\$ (859,756)</u>

Hills of Minneola Community Development District
Statement of Revenues, Expenditures and Changes in the Fund Balances
Governmental Funds
Year Ended September 30, 2020

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total Governmental Funds</u>
Revenues:				
Assessment revenue	\$ 44,194	\$ -	\$ -	\$ 44,194
Investment and miscellaneous income	-	8	108	116
Total revenues	<u>44,194</u>	<u>8</u>	<u>108</u>	<u>44,310</u>
Expenditures:				
Current				
General government	46,238	681,656	-	727,894
Capital outlay	-	-	12,060,114	12,060,114
Total expenditures	<u>46,238</u>	<u>681,656</u>	<u>12,060,114</u>	<u>12,788,008</u>
Excess (Deficit) of Revenues Over Expenditures	<u>(2,044)</u>	<u>(681,648)</u>	<u>(12,060,006)</u>	<u>(12,743,698)</u>
Other Financing Sources:				
Bonds issued	-	2,483,442	21,036,558	23,520,000
Discount on bonds issued	-	(235,283)	-	(235,283)
Transfers in	-	-	7	7
Transfers out	-	(7)	-	(7)
Total other financing sources	<u>-</u>	<u>2,248,152</u>	<u>21,036,565</u>	<u>23,284,717</u>
Net change in fund balances	(2,044)	1,566,504	8,976,559	10,541,019
Fund balances, beginning of year	-	(8,722)	-	(8,722)
Fund balances, end of year	<u>\$ (2,044)</u>	<u>\$ 1,557,782</u>	<u>\$ 8,976,559</u>	<u>\$ 10,532,297</u>

Hills of Minneola Community Development District
**Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of
 Governmental Funds to the Statement of Activities**
 Year Ended September 30, 2020

Amounts reported for Governmental Activities in the Statement of Activities are different because:

Net Change in Fund Balances - total governmental funds \$ 10,541,019

Governmental funds report outlays for capital assets as expenditures because such outlays use current financial resources; however, in the statement of net position the cost of those assets is recorded as capital assets. Depreciation of capital assets is not recognized in the governmental fund statements but is reported as an expense in the statement of activities.

Capital outlay 12,060,114

Governmental funds report bond proceeds as current financial resources. In contrast, the Statement of Activities treat such issuance of debt as a liability. (23,284,717)

Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds. 7,083

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Change in accrued interest	(172,572)	
Amortization of bond discount	(1,961)	(174,533)

Change in Net Position of Governmental Activities	\$ (851,034)
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Hills of Minneola Community Development District
Statement of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual - General Fund
Year Ended September 30, 2020

	Budgeted Amounts		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
Revenues:				
Special assessment revenue	\$ 73,975	\$ 73,975	\$ 44,194	\$ (29,781)
Total revenues	73,975	73,975	44,194	(29,781)
Expenditures:				
Current:				
General government	73,975	73,975	46,238	27,737
Total expenditures	73,975	73,975	46,238	27,737
Net change in fund balance	-	-	(2,044)	(2,044)
Fund balance, beginning	-	-	-	-
Fund balance, ending	\$ -	\$ -	\$ (2,044)	\$ (2,044)

NOTES TO FINANCIAL STATEMENTS

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

Hills of Minneola Community Development District, (the "District") was established on July 2, 2019 by the City of Minneola, Florida, Ordinance 2019-05 pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190, Florida Statutes. The Act provides, among other things, the power to manage basic services for community development, the power to borrow money and issue bonds, and the power to levy and assess non-ad valorem assessments for the financing and delivery of capital infrastructure. The District was established for the purpose of financing and managing the acquisition, construction, maintenance and operation of a portion of the infrastructure necessary for community development within the District.

The District is governed by the Board of Supervisors (the "Board"), which is composed of five members. Ownership of land within the District entitles the owner to one vote per acre. The Board of Supervisors of the District exercises all powers granted to the District pursuant to Chapter 190, Florida Statutes. All of the Board of Supervisors are affiliated with the Developer.

The Board has final responsibility for:

1. Allocating and levying assessments.
2. Approving budgets.
3. Exercising control over facilities and properties.
4. Controlling the use of funds generated by the District.
5. Approving the hiring and firing of key personnel.
6. Financing improvements.

The financial statements were prepared in accordance with Governmental Accounting Standards Board ("GASB") Statements 14, 39, and 61. Under the provisions of those standards, the financial reporting entity consists of the primary government, organizations for which the District Board of Supervisors is considered to be financially accountable, and other organizations for which the nature and significance of their relationship with the District are such that, if excluded, the financial statements of the District would be considered incomplete or misleading. There are no entities considered to be component units of the District; therefore, the financial statements include only the operations of the District.

Government-Wide and Fund Financial Statements

The financial statements include both government-wide and fund financial statements.

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the non-fiduciary activities of the primary government. For the most part, the effect of interfund activity has been removed from these statements.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenues* include 1) charges to customers who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment, 2) grants, contributions and investment earnings that are restricted to meeting the operational or capital requirements of a particular function or segment and 3) operating-type special assessments that are treated as charges for services (including assessments for maintenance and debt service). Other items not included among program revenues are reported instead as *general revenues*.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement* focus and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Assessments are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the modified *accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period, except for Developer receivables for retainage, which are collected from the Developer when the amount is due to the contractor. Expenditures are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

Assessments, including debt service assessments and operation and maintenance assessments, are non-ad valorem assessments imposed on all lands located within the District and benefited by the District's activities. Operation and maintenance special assessments are levied by the District prior to the start of the fiscal year which begins October 1st and ends on September 30th. These assessments are imposed upon all benefited lands located in the District. Debt service special assessments are imposed upon certain lots and lands as described in each resolution imposing the special assessment for each series of bonds issued by the District. Certain debt service assessments are collected upon the closing of those lots subject to short term debt and are used to prepay a portion of the bonds outstanding.

Assessments and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. Only the portion of assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period. All other revenue items are considered to be measurable and available only when cash is received by the District.

The District reports the following major governmental funds:

General Fund

Is the District's primary operating fund. It is used to account for and report all financial resources not accounted for and reported in another fund.

Debt Service Fund

Accounts for the accumulation of resources for the annual payment of principal and interest on long-term debt.

Capital Project Fund

Accounts for the financial resources to be used for the acquisition or construction of major infrastructure within the District.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as they are needed.

Assets, Liabilities Deferred Outflows/Inflows of Resources and Net Position/Fund Balance

Restricted Assets

These assets represent cash and investments set aside pursuant to bond covenants.

Investments

The District's cash and cash equivalents are considered to be cash on hand and demand deposits.

Investments of the District are reported at fair value and are categorized within the fair value hierarchy established in accordance with GASB Statement No. 72, *Fair Value Measurement and Application*. The District's investments consist of investments authorized in accordance with Section 218.415, Florida Statutes.

Prepaid Costs

Prepaid costs are recorded as expenditures when consumed rather than when purchased in both government-wide and fund financial statements.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g., roads, sidewalks and similar items), are reported in the applicable governmental activities column in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed.

Long Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the statement of net position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the straight-line method. Bond issuance costs are reported as expenses. Bonds payable are reported net of premiums or discounts.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as expenditures.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District does not have any item that qualifies for reporting in this category for the year ended September 30, 2020.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will *not* be recognized as an inflow of resources (revenue) until that time. The District has one item that arises only under a modified accrual basis of accounting that qualifies for reporting in this category. Accordingly, the item, unavailable revenue, is reported only in the governmental fund balance sheet, these amounts are deferred and recognized as an inflow of resources in the period that the amounts become available.

Net Position Flow Assumption

Sometimes the District will fund outlays for a particular purpose from both restricted and unrestricted resources. In order to calculate the amounts to report as restricted net position and unrestricted net position in the government-wide financial statements, a flow assumption must be made about the order in which the resources are considered to be applied. It is the District's policy to consider restricted net position to have been depleted before unrestricted-net position is applied.

Fund Balance Flow Assumptions

Sometimes the District will fund outlays for a particular purpose from both restricted and unrestricted resources (total of committed, assigned, and unassigned fund balance). In order to calculate the amounts to report as restricted, committed, assigned, and unassigned fund balance in the governmental fund financial statements a flow assumption must be made about the order in which the resources are considered to be applied. It is the District's policy to consider restricted fund balance to have been depleted before using any of the components of unrestricted fund balance. Further, when the components of unrestricted fund balance can be used for the same purpose, committed fund balance is depleted first, followed by assigned fund balance. Unassigned fund balance is applied last.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fund Balance Policies

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. The District itself can establish limitations on the use of resources through either commitment (committed fund balance) or an assignment (assigned fund balance).

The committed fund balance classification includes fund balance amounts that can be used only for the specific purposes determined by a formal action of the government's highest level of decision-making authority. The Board of Supervisors is the highest level of decision-making authority for the government that can, by adoption of an ordinance or resolution prior to the end of the fiscal year, commit fund balance. Once adopted, the limitation imposed by the ordinance or resolution remains in place until a similar action is taken to remove or revise the limitation.

Amounts in the assigned fund balance classification are intended to be used by the government for specific purposes but do not meet the criteria to be classified as committed. The Board of Supervisors has authorized the District Manager to assign amounts for specific purposes. The Board of Supervisors may also assign fund balance as it does when appropriating fund balance to cover a gap between estimated revenue and appropriations in the subsequent year's appropriated budget. Unlike commitments, assignments generally only exist temporarily. In other words, an additional action does not normally have to be taken for the removal of an assignment. Conversely, as discussed above an additional action is essential to either remove or revise a commitment.

Other Disclosures

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

New Accounting Standards

In fiscal year 2020, the District implemented Government Accounting Standards Board (GASB) Statement No. 95, *Postponement of Effective Dates of Certain Authoritative Guidance*. This statement postpones the effective dates of certain upcoming standards. There was no effect on beginning balances of the District.

NOTE 2 STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgetary Information

The District is required to establish a budgetary system and an approved annual budget for the General Fund. Annual budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America. All annual appropriations lapse at the fiscal year end. The legal level of budgetary control is at the fund level. Any budget amendments that increase the aggregate budgeted appropriations, at the fund level, must be approved by the Board of Supervisors. There were no budget amendments for the fiscal year ended September 30, 2020.

The District follows these procedures in establishing the budgetary data reflected in the financial statements.

1. Each year the District Manager submits to the District Board a proposed operating budget for the fiscal year commencing the following October 1.
2. A public hearing is conducted to obtain comments.
3. Prior to October 1, the budget is legally adopted by the District Board.
4. All budget changes must be approved by the District Board.
5. The budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America.

NOTE 3 DEPOSITS AND INVESTMENTS

Deposits

The District's cash balances were entirely covered by federal depository insurance or by a collateral pool pledged to the State Treasurer. Florida Statutes Chapter 280, "Florida Security for Public Deposits Act", requires all qualified depositories to deposit with the Treasurer or another banking institution eligible collateral equal to various percentages of the average daily balance for each month of all public deposits in excess of any applicable deposit insurance held. The percentage of eligible collateral (generally, U.S. Governmental and agency securities, state or local government debt, or corporate bonds) to public deposits is dependent upon the depository's financial history and its compliance with Chapter 280. In the event of a failure of a qualified public depository, the remaining public depositories would be responsible for covering any resulting losses.

Investments

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. The hierarchy is based on the valuation inputs used to measure the fair value of the asset.

Under GASB 72, assets or liabilities are classified into one of three levels. Level 1 is the most reliable and is based on quoted price for identical assets, or liabilities, in an active market. Level 2 uses significant other observable inputs when obtaining quoted prices for identical or similar assets, or liabilities, in markets that are not active. Level 3 is the least reliable, and uses significant unobservable inputs that uses the best information available under the circumstances, which includes the District's own data in measuring unobservable inputs.

The District has the following recurring fair value measurements as of September 30, 2020:

- Money market mutual funds of \$12,716,040 are valued using Level 2 inputs.

Instead of establishing a written investment policy, the District elected to limit investments to those approved by Florida Statutes and the District Trust Indenture. Authorized District investments include, but are not limited to:

1. The Local Government Surplus Funds Trust Fund (SBA);
2. Securities and Exchange Commission Registered Money Market Funds with the highest credit quality rating from a nationally recognized rating agency;
3. Interest-bearing time deposits or savings accounts in qualified public depositories;
4. Direct obligations of the U.S. Treasury.

Investments made by the District at September 30, 2020 are summarized below. In accordance with GASB 31, investments are reported at fair value.

<u>Investment Type</u>	<u>Fair Value</u>	<u>Credit Rating</u>	<u>Weighted Average Maturity</u>
First American Government Obligation Fund Y	<u>\$ 12,716,040</u>	AAAm	44 Days

Credit Risk:

For investments, credit risk is generally the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. Investments in U.S. Government securities and agencies must be backed by the full faith and credit of the United States Government. Short term bond funds shall be rated by a nationally recognized ratings agency and shall maintain the highest credit quality rating. Investment ratings by investment type are included in the preceding summary of investments.

NOTE 3 DEPOSITS AND INVESTMENTS (CONTINUED)

Custodial Credit Risk:

In the case of deposits, this is the risk that, in the event of a bank failure, the District's deposits may not be returned to it. The District's investment policy requires that bank deposits be secured as provided by Chapter 280, Florida Statutes. This law requires local governments to deposit funds only in financial institutions designated as qualified public depositories by the Chief Financial Officer of the State of Florida, and creates the Public Deposits Trust Fund, a multiple financial institution pool with the ability to assess its member financial institutions for collateral shortfalls if a default or insolvency has occurred. At September 30, 2020, all of the District's bank deposits were in qualified public depositories.

For an investment, this is the risk that, in the event of the failure of the counterparty, the government will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. At September 30, 2020, none of the investments listed are exposed to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form.

Concentration of Credit Risk:

The District places no limit on the amount the District may invest in any one issuer.

Interest Rate Risk:

The District does not have a formal policy that limits investment maturities as a means of managing exposure to fair value losses arising from increasing interest rates. The District manages its exposure to declines in fair values by investing primarily in pooled investments that have a weighted average maturity of less than three months.

NOTE 4 CAPITAL ASSETS

Capital asset activity for the year ended September 30, 2020 was as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Disposals</u>	<u>Ending Balance</u>
Governmental Activities:				
Capital Assets Not Being Depreciated:				
Improvements under construction	\$ -	\$ 12,060,114	\$ -	\$ 12,060,114
Total Capital Assets Not Being Depreciated	<u>-</u>	<u>12,060,114</u>	<u>-</u>	<u>12,060,114</u>
Governmental Activities Capital Assets, net	<u>\$ -</u>	<u>\$ 12,060,114</u>	<u>\$ -</u>	<u>\$ 12,060,114</u>

NOTE 5 LONG-TERM LIABILITIES

Series 2020 Special Assessment Bonds

In July 2020, the District issued \$23,520,000 of Special Assessment Revenue Bonds, Series 2020. The Bonds consist of \$2,350,000 Term Bonds due on May 1, 2025 with a fixed interest rate of 3.0%; \$3,385,000 Term Bonds due on May 1, 2031 with a fixed interest rate of 3.5%; \$6,775,000 Term Bonds due on May 1, 2040 with a fixed interest rate of 4.0%; and \$11,010,000 Term Bonds due on May 1, 2050 with a fixed interest rate of 4.0%. The Bonds were issued to finance the acquisition and construction of certain improvements for the benefit of the property within the District. Interest is paid semiannually on each May 1 and November 1. Principal on the Bonds is to be paid serially commencing May 1, 2021 through May 1, 2050.

The Series 2020 Bonds are subject to redemption at the option of the District prior to maturity at a redemption price as set forth in the Bond Indenture. The Bonds are subject to extraordinary mandatory redemption prior to maturity in the manner determined by the Bond Indenture. In the event of default, all principal and interest of the Bonds will become immediately due and payable.

The Bond Indenture requires that the District maintain adequate funds in a reserve account to meet the debt service reserve requirements as defined in the Indenture. The requirement has been met at September 30, 2020.

The Bond Indenture has certain restrictions and requirements relating principally to the use of proceeds to pay for the infrastructure improvements and the procedures to be followed by the District on assessments to property owners. The District agreed to levy special assessments in annual amounts adequate to provide payment of debt service. Payment of principal and interest on the 2020 Bonds is secured by a pledge of and a first lien upon the pledged special assessment revenue. The District is in compliance with the requirements of the Bond Indenture.

As of September 30, 2020, total principal and interest remaining on the Series 2020 Special Assessment Revenue Bonds was \$40,319,308. No principal or interest was paid in the current year. No special assessment revenue was pledged for the current year.

Long-term liability activity for the year ended September 30, 2020 was as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Due Within One Year</u>
Governmental activities:					
Bonds Payable					
Series 2020	\$ -	\$ 23,520,000	\$ -	\$ 23,520,000	\$ 440,000
Less: Discount	-	(235,283)	1,961	(233,322)	-
Governmental activity long-term liabilities	<u>\$ -</u>	<u>\$ 23,284,717</u>	<u>\$ 1,961</u>	<u>\$ 23,286,678</u>	<u>\$ 440,000</u>

NOTE 5 LONG-TERM LIABILITIES (CONTINUED)

At September 30, 2020, the scheduled debt service requirements on the bonds payable were as follows:

<u>Year Ending September 30,</u>	<u>Governmental Activities</u>	
	<u>Principal</u>	<u>Interest</u>
2021	\$ 440,000	\$ 680,283
2022	455,000	887,175
2023	470,000	873,525
2024	485,000	859,425
2025	500,000	844,875
2026 - 2030	2,770,000	3,962,300
2031 - 2035	3,325,000	3,421,525
2036 - 2040	4,065,000	2,702,800
2041 - 2045	4,955,000	1,821,200
2046 - 2050	6,055,000	746,200
	<u>\$ 23,520,000</u>	<u>\$ 16,799,308</u>

NOTE 6 RELATED PARTY TRANSACTIONS

Developer Transaction:

The Developer owns the land within the District; therefore assessment revenue in the general and debt service funds include assessments levied on those lots owned by the Developer. The Developer contributed \$44,886 or 99% of the revenue for the year ended September 30, 2020. The District's activity is dependent upon the continued involvement of the Developer, the loss of which could have a material adverse effect on the District's operations.

NOTE 7 MANAGEMENT COMPANY

The District has contracted with a management company to perform management advisory services, which include financial advisory and accounting services as well as clubhouse management services. Certain employees of the management company also serve as officers (Board appointed non-voting positions) of the District. Under the agreements, the District compensates the management company for management, accounting, financial reporting and other administrative costs.

NOTE 8 RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. These risks are covered by commercial insurance from independent third parties. The District has not filed any claims under this commercial coverage during the last two years.

NOTE 9 COMMITMENTS AND CONTINGENCIES

At September 30, 2020, the District had entered into construction contracts of approximately \$4,300,000.

COMPLIANCE SECTION



**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING
AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS
PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS***

To the Board of Supervisors
Hills of Minneola Community Development District

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of *Hills of Minneola Community Development District* (the "District") as of and for the year ended September 30, 2020 and the related notes to the financial statements, which collectively comprise the District's basic financial statements and have issued our report thereon dated January 18, 2021.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the District's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, we do not express an opinion on the effectiveness of the District's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies. Given these limitations, during our audit, we did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the District's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

McDermitt Davis

Orlando, Florida
January 18, 2021

MANAGEMENT LETTER

Board of Supervisors
Hills of Minneola Community Development District

Report on the Financial Statements

We have audited the financial statements of *Hills of Minneola Community Development District*, (the "District") as of and for the fiscal year ended September 30, 2020, and have issued our report thereon dated January 18, 2021.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and Chapter 10.550, Rules of the Auditor General.

Other Reporting Requirements

We have issued our Independent Auditor's Report on Internal Control over Financial Reporting and Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards* and Independent Accountant's Report on an examination conducted in accordance with *AICPA Professional Standards*, AT-C Section 315, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General. Disclosures in those reports, which are dated January 18, 2021, should be considered in conjunction with this management letter.

Prior Audit Findings

Section 10.554(1)(i)1., Rules of the Auditor General, require that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding annual financial audit report. There were no such findings in the preceding annual financial audit report.

Official Title and Legal Authority

Section 10.554(1)(i)4., Rules of the Auditor General, requires that the name or official title and legal authority for the primary government and each component unit of the reporting entity be disclosed in this management letter, unless disclosed in the notes to the financial statements. This information has been disclosed in the notes to the financial statements.

Financial Condition and Management

Section 10.554(1)(i)5.a. and 10.556(7), Rules of the Auditor General, requires us to apply appropriate procedures and communicate the results of our determination as to whether or not the District has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify the specific condition(s) met. In connection with our audit, we determined that the District did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

Pursuant to Sections 10.554(1)(i)5.b. and 10.556(8), Rules of the Auditor General, we applied financial condition assessment procedures for the District. It is management's responsibility to monitor the District's financial condition, and our financial condition assessment was based in part on representations made by management and the review of financial information provided by same.

Section 10.554(1)(i)2., Rules of the Auditor General, requires that we address in the management letter any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Additional Matters

Section 10.554(1)(i)3., Rules of the Auditor General, requires us to communicate noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not note any such findings.

Purpose of this Letter

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, the Board of Supervisors, and applicable management, and is not intended to be and should not be used by anyone other than these specified parties.

McDiarmid Davis

Orlando, Florida
January 18, 2021



934 North Magnolia Avenue, Suite 100
Orlando, Florida 32803
407-843-5406
www.mcdermittdavis.com

**INDEPENDENT ACCOUNTANT'S REPORT ON COMPLIANCE WITH
THE REQUIREMENTS OF SECTION 218.415, FLORIDA STATUTES**

To the Board of Supervisors
Hills of Minneola Community Development District

We have examined *Hills of Minneola Community Development District's* (the "District") compliance with the requirements of Section 218.415, Florida Statutes, during the year ended September 30, 2020. Management is responsible for the District's compliance with those requirements. Our responsibility is to express an opinion on District's compliance based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants *and the standards applicable to attestation engagements contained in Government Auditing Standards* issued by the *Comptroller General of the United States*, and, accordingly, included examining, on a test basis, evidence about the District's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the District's compliance with specified requirements.

In our opinion, the District complied, in all material respects, with the aforementioned requirements for the year ended September 30, 2020.

McDermitt Davis

Orlando, Florida
January 18, 2021

HILLS OF MINNEOLA

COMMUNITY DEVELOPMENT DISTRICT

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RESOLUTION 2021-01

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE HILLS OF MINNEOLA COMMUNITY DEVELOPMENT DISTRICT HEREBY ACCEPTING THE AUDITED FINANCIAL REPORT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2020

WHEREAS, the District’s Auditor, McDirmit Davis, has heretofore prepared and submitted to the Board, for accepting, the District’s Audited Financial Report for Fiscal Year 2020;

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE HILLS OF MINNEOLA COMMUNITY DEVELOPMENT DISTRICT;

1. The Audited Financial Report for Fiscal Year 2020, heretofore submitted to the Board, is hereby accepted for Fiscal Year 2020, for the period ending September 30, 2020; and
2. A verified copy of said Audited Financial Report for Fiscal Year 2020 shall be attached hereto as an exhibit to this Resolution, in the District’s “Official Record of Proceedings”.

PASSED AND ADOPTED this 22nd day of February, 2021.

HILLS OF MINNEOLA COMMUNITY DEVELOPMENT DISTRICT

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

HILLS OF MINNEOLA

COMMUNITY DEVELOPMENT DISTRICT

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**HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT DISTRICT
FINANCIAL STATEMENTS
UNAUDITED
JANUARY 31, 2021**

**HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
JANUARY 31, 2021**

	General Fund	Debt Service Fund	Capital Projects Fund	Total Governmental Funds
ASSETS				
Cash	\$ 5,335	\$ -	\$ -	\$ 5,335
Investments				
Reserve	-	1,338,414	-	1,338,414
Capitalized interest	-	4	-	4
Construction	-	-	8,684,138	8,684,138
Due from Landowner	10,321	-	-	10,321
Due from Meritage Homes	1,362	-	-	1,362
Total assets	<u>\$ 17,018</u>	<u>\$ 1,338,418</u>	<u>\$ 8,684,138</u>	<u>\$ 10,039,574</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Accounts payable	\$ 11,520	\$ -	\$ -	\$ 11,520
Retainage payable	-	-	728,943	728,943
Due to Landowner	-	12,478	3,084	15,562
Landowner advance	5,500	-	-	5,500
Total liabilities	<u>17,020</u>	<u>12,478</u>	<u>732,027</u>	<u>761,525</u>
DEFERRED INFLOWS OF RESOURCES				
Deferred receipts	11,683	-	-	11,683
Total deferred inflows of resources	<u>11,683</u>	<u>-</u>	<u>-</u>	<u>11,683</u>
Fund balances:				
Restricted for:				
Debt service	-	1,325,940	-	1,325,940
Capital projects	-	-	7,952,111	7,952,111
Unassigned	(11,685)	-	-	(11,685)
Total fund balances	<u>(11,685)</u>	<u>1,325,940</u>	<u>7,952,111</u>	<u>9,266,366</u>
Total liabilities, deferred inflows of resources and fund balances	<u>\$ 17,018</u>	<u>\$ 1,338,418</u>	<u>\$ 8,684,138</u>	<u>\$ 10,039,574</u>

**HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
FOR THE PERIOD ENDED JANUARY 31, 2021**

	Current Month	Year to Date	Budget	% of Budget
REVENUES				
Landowner contribution	\$ 587	\$ 15,273	\$ 166,590	9%
Total revenues	<u>587</u>	<u>15,273</u>	<u>166,590</u>	9%
EXPENDITURES				
Professional & administrative				
Management/accounting/recording	4,000	16,000	48,000	33%
Legal - general counsel	1,000	2,350	15,000	16%
Engineering	-	-	7,500	0%
Audit	-	-	4,700	0%
Arbitrage rebate calculation	-	-	750	0%
Dissemination agent	83	333	1,000	33%
Trustee	-	-	5,500	0%
Telephone	16	66	200	33%
Postage	-	-	50	0%
Printing & binding	4	17	50	34%
Legal advertising	290	346	1,500	23%
Annual district filing fee	-	175	175	100%
Insurance: GL & POL	-	5,000	5,500	91%
Contingencies	72	427	750	57%
Website				
Hosting & maintenance	-	-	705	0%
ADA compliance	-	199	210	95%
Total professional & administrative	<u>5,465</u>	<u>24,913</u>	<u>91,590</u>	27%
Field operations and maintenance				
Field operations, maintenance & repairs			75,000	0%
Total field operations & maintenance	<u>-</u>	<u>-</u>	<u>75,000</u>	0%
Total expenditures	<u>5,465</u>	<u>24,913</u>	<u>166,590</u>	15%
Excess/(deficiency) of revenues over/(under) expenditures	(4,878)	(9,640)	-	
Fund balances - beginning	(6,807)	(2,045)	-	
Fund balances - ending	<u>\$ (11,685)</u>	<u>\$ (11,685)</u>	<u>\$ -</u>	

**HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND SERIES 2020
FOR THE PERIOD ENDED JANUARY 31, 2021**

	Current Month	Year To Date	Budget	% of Budget
REVENUES				
Assessment levy: off-roll	\$ -	\$ -	\$ 1,338,413	0%
Interest	7	31	-	N/A
Total revenues	<u>7</u>	<u>31</u>	<u>1,338,413</u>	0%
EXPENDITURES				
Debt service				
Principal	-	-	440,000	0%
Interest	-	230,096	680,283	34%
Total debt service	<u>-</u>	<u>230,096</u>	<u>1,120,283</u>	21%
Excess/(deficiency) of revenues over/(under) expenditures	7	(230,065)	218,130	-105%
OTHER FINANCING SOURCES/(USES)				
Transfer out	<u>(7)</u>	<u>(1,777)</u>	<u>-</u>	N/A
Total other financing sources	<u>(7)</u>	<u>(1,777)</u>	<u>-</u>	N/A
Net change in fund balances	-	(231,842)	218,130	
Fund balances - beginning	<u>1,325,940</u>	<u>1,557,782</u>	<u>1,566,503</u>	
Fund balances - ending	<u><u>\$ 1,325,940</u></u>	<u><u>\$ 1,325,940</u></u>	<u><u>\$ 1,784,633</u></u>	

**HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
CAPITAL PROJECTS FUND SERIES 2020
FOR THE PERIOD ENDED JANUARY 31, 2021**

	<u>Current Month</u>	<u>Year To Date</u>
REVENUES		
Interest	\$ 47	\$ 213
Total revenues	<u>47</u>	<u>213</u>
EXPENDITURES		
Capital outlay	184,420	1,026,438
Total expenditures	<u>184,420</u>	<u>1,026,438</u>
Excess/(deficiency) of revenues over/(under) expenditures	(184,373)	(1,026,225)
OTHER FINANCING SOURCES/(USES)		
Transfer in	7	1,777
Total other financing sources/(uses)	<u>7</u>	<u>1,777</u>
Net change in fund balances	(184,366)	(1,024,448)
Fund balances - beginning	8,136,477	8,976,559
Fund balances - ending	<u>\$ 7,952,111</u>	<u>\$ 7,952,111</u>

HILLS OF MINNEOLA

COMMUNITY DEVELOPMENT DISTRICT

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**MINUTES OF MEETING
HILLS OF MINNEOLA
COMMUNITY DEVELOPMENT DISTRICT**

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The Board of Supervisors of the Hills of Minneola Community Development District held a Continued Telephonic Public Hearing and Meeting on September 14, 2020 at 1:00 p.m., at 1-888-354-0094, CONFERENCE ID 2144145.

Present were:

Richard Jerman	Chair
Denver Marlow	Vice Chair
Jennifer Jerman	Assistant Secretary
Chris Gardner	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
Cindy Cerbone	Wrathell, Hunt and Associates, LLC
Daniel Rom	Wrathell, Hunt and Associates, LLC
Vivek Babbar	District Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 1:07 p.m. Supervisors Richard Jerman, Jennifer Jerman, Marlow and Gardner were present. Supervisor Schott was not present. In consideration of the COVID-19 pandemic, this meeting was being held telephonically, as permitted under the Florida Governor’s Executive Orders, which allow local governmental public meetings to occur telephonically. The meeting was advertised to be held telephonically and the meeting agenda was posted on the District’s website.

SECOND ORDER OF BUSINESS

Public Comments

There were no public comments.

THIRD ORDER OF BUSINESS

**Public Hearing on Adoption of Fiscal Year
2020/2021 Budget**

39 **A. Proof/Affidavit of Publication**

40 The affidavit of publication was included for informational purposes.

41 **B. Consideration of Resolution 2020-18, Relating to the Annual Appropriations and**
42 **Adopting the Budget for the Fiscal Year Beginning October 1, 2020, and Ending**
43 **September 30, 2021; and Providing an Effective Date**

44 Mr. Wrathell stated that, aside from the addition of the bond-related items, the Fiscal
45 Year 2021 budget was identical to the Fiscal Year 2020 budget.

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47 **On MOTION by Mr. Marlow and seconded by Mr. Gardner, with all in favor, the**
48 **Public Hearing was opened.**

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51 No members of the public spoke.

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53 **On MOTION by Mr. Marlow and seconded by Mr. Gardner, with all in favor, the**
54 **Public Hearing was closed.**

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57 Mr. Wrathell presented Resolution 2020-18 and read the title.

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59 **On MOTION by Mr. Richard Jerman and seconded by Ms. Jerman, with all in**
60 **favor, Resolution 2020-18, Relating to the Annual Appropriations and Adopting**
61 **the Budget for the Fiscal Year Beginning October 1, 2020, and Ending**
62 **September 30, 2021; and Providing an Effective Date, was adopted.**

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65 **FOURTH ORDER OF BUSINESS**

Consideration of Fiscal Year 2020/2021
Funding Agreement

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68 Mr. Wrathell presented the Fiscal Year 2020/2021 Funding Agreement. The Fiscal Year
69 2021 Agreement was identical to the Fiscal Year 2020 budget. Mr. Babbar stated that another
70 Funding Agreement should be prepared for any additional property owners.

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On MOTION by Mr. Marlow and seconded by Mr. Gardner, with all in favor, the Fiscal Year 2020/2021 Funding Agreement, authorizing District Counsel to prepare additional funding Agreements, as necessary, for other property owners and authorizing the Chair and Vice Chair to execute the Agreements, was approved.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2020-19, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2020/2021, and Providing for an Effective Date

Mr. Wrathell presented Resolution 2020-19.

On MOTION by Mr. Marlow and seconded by Ms. Jerman, with all in favor, Resolution 2020-19, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2020/2021, and Providing for an Effective Date, was adopted.

SIXTH ORDER OF BUSINESS

Ratification of Right-of-Way Utilization Agreement with City of Minneola

Mr. Wrathell presented the Right-of Way Utilization Agreement that allows use of the asphalt parking area for the neighborhood park, which the Vice Chair previously executed.

On MOTION by Mr. Jerman and seconded by Mr. Marlow, with all in favor, the Right-of Way Utilization Agreement with the City of Minneola, was ratified.

SEVENTH ORDER OF BUSINESS

Consideration of Assignment of Master Site Contractor Agreement to the CDD (to be provided under separate cover)

Mr. Wrathell presented the Assignment and Assumption of the Master Site Contractor Agreement. Mr. Babbar recommended approval of the Assignment and Assumption of the

111 Hughes Brothers Construction, Inc., contract for mass grading, clearing and excavation work
112 from the Developer to the CDD, which would be funded with bond proceeds.

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On MOTION by Mr. Gardner and seconded by Mr. Jerman, with all in favor, the Assignment and Assumption of the Hughes Brothers Construction, Inc., contract, from the Developer to the CDD, for mass grading, clearing and excavation work and authorizing the Chair and Vice to execute, was approved.

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EIGHTH ORDER OF BUSINESS

Consideration of Resolution 2020-20, Ratifying the Execution of 2020 Bond Documents and Adopting the Final Supplemental Special Assessment Methodology Report

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Mr. Wrathell presented Resolution 2020-20.

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On MOTION by Mr. Marlow and seconded by Mr. Gardner, with all in favor, Resolution 2020-20, Ratifying the Execution of 2020 Bond Documents and Adopting the Final Supplemental Special Assessment Methodology Report, was adopted.

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NINTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of July 31, 2020

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Mr. Wrathell presented the Unaudited Financial Statements as of July 31, 2020.

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On MOTION by Mr. Marlow and seconded by Mr. Gardner, with all in favor, the Unaudited Financial Statements as of July 31, 2020, were accepted.

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TENTH ORDER OF BUSINESS

Consideration of May 18, 2020 Telephonic Public Hearing and Meeting Minutes

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Mr. Wrathell presented the May 18, 2020 Telephonic Public Hearing and Meeting Minutes.

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On MOTION by Mr. Marlow and seconded by Mr. Gardner, with all in favor, the May 18, 2020 Telephonic Public Hearing and Meeting Minutes, as presented, were approved.

ELEVENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Straley Robin Vericker*

There being no report, the next item followed.

B. District Engineer: *Poulos & Bennett, LLC*

There being no report, the next item followed.

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

I. 0 Registered Voters in District as of April 15, 2020

There were no registered voters residing within the District as of April 15, 2020.

II. NEXT MEETING DATE: September 28, 2020 at 1:00 P.M.

o QUORUM CHECK

The next meeting will be held September 28, 2020 but may be canceled if there are no business items.

TWELFTH ORDER OF BUSINESS

Board Members' Comments/Requests

There being no Board Members' comments or requests, the next item followed.

THIRTEENTH ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

FOURTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Marlow and seconded by Ms. Jerman, with all in favor, the meeting adjourned at 1:22 p.m.

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Secretary/Assistant Secretary

Chair/Vice Chair

HILLS OF MINNEOLA

COMMUNITY DEVELOPMENT DISTRICT

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HILLS OF MINNEOLA COMMUNITY DEVELOPMENT DISTRICT

BOARD OF SUPERVISORS FISCAL YEAR 2020/2021 MEETING SCHEDULE

LOCATION

City of Minneola City Hall, 800 N US Hwy 27, Minneola, FL 34715

DATE	POTENTIAL DISCUSSION/FOCUS	TIME
October 26, 2020 CANCELED	Regular Meeting	1:00 PM
November 23, 2020 CANCELED	Regular Meeting	1:00 PM
January 25, 2021 CANCELED	Regular Meeting	1:00 PM
February 22, 2021	Regular Meeting	1:00 PM
March 22, 2021	Regular Meeting	1:00 PM
April 26, 2021	Regular Meeting	1:00 PM
May 24, 2021	Regular Meeting	1:00 PM
June 28, 2021	Regular Meeting	1:00 PM
July 26, 2021	Regular Meeting	1:00 PM
August 23, 2021	Public Hearing & Regular Meeting	1:00 PM
September 27, 2021	Regular Meeting	1:00 PM