

RESOLUTION NO. 2022-31

A RESOLUTION OF THE BOARD OF SUPERVISORS OF GATEWAY SERVICES COMMUNITY DEVELOPMENT DISTRICT AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$55,000,000 AGGREGATE PRINCIPAL AMOUNT OF GATEWAY SERVICES COMMUNITY DEVELOPMENT DISTRICT SPECIAL ASSESSMENT BONDS, IN ONE OR MORE SERIES, TO PAY ALL OR A PORTION OF THE DESIGN, ACQUISITION AND CONSTRUCTION COSTS OF CERTAIN DISTRICT IMPROVEMENTS, INCLUDING, BUT NOT LIMITED TO, SURFACE WATER MANAGEMENT AND STORMWATER LAKE IMPROVEMENTS; BUILDING AND PARKS AND RECREATION FACILITIES IMPROVEMENTS; ROADWAY IMPROVEMENTS, INCLUDING, BUT NOT LIMITED TO, LANDSCAPING, ENTRANCE/LIGHTING FEATURES; AND ALL RELATED SOFT AND INCIDENTAL COSTS (COLLECTIVELY, THE “CAPITAL IMPROVEMENT PLAN”), PURSUANT TO CHAPTER 190, *FLORIDA STATUTES*, AS AMENDED; APPOINTING COMPUTERSHARE TRUST COMPANY, NATIONAL ASSOCIATION TO SERVE AS TRUSTEE; APPROVING THE EXECUTION AND DELIVERY OF A MASTER TRUST INDENTURE AND A SUPPLEMENTAL TRUST INDENTURE IN SUBSTANTIALLY THE FORMS ATTACHED HERETO; PROVIDING THAT SUCH BONDS SHALL NOT CONSTITUTE A DEBT, LIABILITY OR OBLIGATION OF GATEWAY SERVICES COMMUNITY DEVELOPMENT DISTRICT (EXCEPT AS OTHERWISE PROVIDED HEREIN), LEE COUNTY, FLORIDA, THE CITY OF FORT MYERS, FLORIDA, OR OF THE STATE OF FLORIDA OR OF ANY OTHER POLITICAL SUBDIVISION THEREOF, BUT SHALL BE PAYABLE SOLELY FROM SPECIAL ASSESSMENTS ASSESSED AND LEVIED ON THE PROPERTY WITHIN THE DISTRICT BENEFITED BY THE CAPITAL IMPROVEMENT PLAN AND SUBJECT TO ASSESSMENT; PROVIDING FOR THE JUDICIAL VALIDATION OF SUCH BONDS; PROVIDING FOR THE REPEAL OF RESOLUTION 2022-14; PROVIDING FOR AN EFFECTIVE DATE; AND PROVIDING FOR OTHER RELATED MATTERS.

WHEREAS, Gateway Services Community Development District (the “District”), is a local unit of special-purpose government organized and existing in accordance with the Uniform Community Development District Act of 1980, Chapter 190, *Florida Statutes*, as amended (the “Act”), created by Rule 42F-1.001-.1.003, Florida Administrative Code, as amended, duly adopted by the Florida Land and Water Adjudicatory Commission;

WHEREAS, the District was created for the purpose of delivering certain community development services and facilities within and outside its jurisdiction, and the District has decided to undertake the design, acquisition and construction costs of certain improvements to be located in or for the benefit of developable lands within the District including, but not limited to, surface water management and stormwater lake improvements; building and parks and recreation facilities

improvements; roadway improvements, including, but not limited to, landscaping, and entrance/lighting features; and all related soft and incidental costs, pursuant to the Act (collectively, the “Capital Improvement Plan”), all as set forth in **Schedule “I”** hereto;

WHEREAS, the District desires to authorize the issuance of not to exceed \$55,000,000 aggregate principal amount of its Gateway Services Community Development District Special Assessment Bonds, in one or more series (collectively, the “Bonds”), in order to fund all or a portion of the design, acquisition and construction costs of the Capital Improvement Plan;

WHEREAS, the District desires to provide the terms and conditions under which the District will acquire and cause to be constructed the District improvements on District lands, lands where the District possesses necessary easements and certain adjacent lands the improvement of which will specially benefit certain District lands;

WHEREAS, authority is conferred upon the District by the Constitution and laws of the State of Florida, specifically including, but not limited to, Sections 190.011(9), 190.011(14), 190.014, 190.016(1), 190.016(2), 190.016(5), 190.016(8), 190.016(11), 190.016(13), 190.022 and 190.023 of the Act, to issue the Bonds; and

WHEREAS, the District desires to authorize and approve various instruments to be executed and delivered in connection with the Bonds and to provide for the judicial validation of the Bonds pursuant to Section 190.016(12), *Florida Statutes*.

NOW, THEREFORE, BE IT RESOLVED by Gateway Services Community Development District, as follows:

Section 1. Authorization of Bonds. The District hereby authorizes the issuance of not to exceed \$55,000,000 aggregate principal amount of the Bonds in one or more series pursuant to the Master Trust Indenture, as supplemented by a Supplemental Trust Indenture relating to a specific series of Bonds (collectively, the “Indenture”) to (i) finance all or a portion of the costs of the Capital Improvement Plan; (ii) fund debt service reserve accounts for each series of Bonds so issued, if so required; (iii) fund capitalized interest for the Bonds, if so required; and (iv) pay the costs of issuing the Bonds. Pursuant to Section 190.016(1) of the Act, the Bonds may be issued and delivered by the District in payment of all or a portion of the purchase price of the Capital Improvement Plan or may be sold at public or private sale.

Section 2. Certain Details of the Bonds. The Bonds and the interest thereon, shall not be deemed to constitute a debt, liability or obligation of the District (except as provided herein), Lee County, Florida (the “County”), the City of Fort Myers, Florida (the “City”), or of the State of Florida (the “State”), or of any other political subdivision thereof, but shall be payable solely from the Special Assessments (as defined in the applicable Indenture) levied by the District on property within the District benefited by that portion of the Capital Improvement Plan to be financed and subject to assessment, as set forth in the applicable Indenture, and neither the faith and credit nor any taxing power of the District, the County, the City, or the State, or of any other political subdivision thereof, is pledged to the payment of the principal of or interest on the Bonds, except for Special Assessments to be assessed and levied by the District to secure and pay the Bonds.

The Bonds shall:

- (i) be issued in one or more series and may be delivered in payment of all or a portion of the purchase price of the Capital Improvement Plan or sold at public or private sale, as provided in Section 190.016(1), *Florida Statutes*, each series in an aggregate principal amount to be determined by subsequent resolution or resolutions of the District; provided, however, that the total aggregate principal amount of the Bonds issued may not exceed \$55,000,000 unless this Resolution is amended prior to the validation of the Bonds authorized herein;
- (ii) be issued in fully registered form in a minimum principal denomination of \$5,000 and any integral multiple of \$5,000 in excess thereof, except as otherwise provided in the applicable Indenture;
- (iii) bear interest at an average annual rate not exceeding the maximum rate as may then be permitted by the laws of the State as more particularly provided by one or more resolutions adopted by the District prior to the issuance and delivery of the Bonds of any series;
- (iv) shall be payable in not more than 30 annual installments of principal; and
- (v) be dated as provided by a resolution adopted by the District prior to the issuance and delivery thereof.

The final maturity date or dates of the Bonds and the interest rate or rates thereon shall be determined, within the foregoing limits, and any optional, mandatory and extraordinary redemption provisions thereof shall be fixed, by the applicable Indenture or by one or more resolutions of the District to be adopted prior to the delivery of the Bonds of any series. In other respects, the Bonds shall be in the form, shall be executed and authenticated, shall be subject to replacement and shall be delivered as provided in the applicable Indenture.

Prior to the issuance and delivery of the Bonds, the District shall have undertaken and, to the extent then required under applicable law, completed all necessary proceedings, including, without limitation, the approval of assessment rolls, the holding of public hearings and the adoption of resolutions in order to levy and collect Special Assessments upon the lands within the District subject to assessment in connection with such Bonds, all as more specifically required and provided for by the Act and Chapters 170, 190 and 197, *Florida Statutes*, as the same may be amended from time to time, or any successor statutes thereto.

Section 3. Designation of Attesting Members. Each Assistant Secretary of the Board of Supervisors (the “Board”) of the District (each individually a “Designated Member”) and the Secretary are hereby designated and authorized on behalf of the Board to attest to the seal of the District and to the signature of the Chairperson or Vice Chairperson of the Board as they appear on the Bonds, the applicable Indenture and any other documents which may be necessary or helpful in connection with the issuance and delivery of the Bonds and in connection with the application of the proceeds thereof.

Section 4. Authorization of Execution and Delivery of Master Trust Indenture and each Supplemental Trust Indenture. The District does hereby authorize and approve the execution by the Chairperson or Vice Chairperson and any Designated Member and the delivery

of the Master Trust Indenture for the Bonds and a Supplemental Trust Indenture for each series of the Bonds, each between the District and the Trustee named in Section 6 of this Resolution or such Trustee's permitted successors and assigns. The applicable Indenture shall provide for the security of the Bonds and express the contract between the District and the owners of such Bonds. The Indenture shall be in substantially the forms thereof attached hereto and marked composite **Exhibit "A"** and are hereby approved, with such changes therein as are necessary or desirable to reflect the terms of the sale of the Bonds and such other matters as shall be approved by the Chairperson (or in his or her absence, the Vice Chairperson) executing the same, with such execution to constitute conclusive evidence of such officer's approval and the District's approval of any changes therein from the forms of Indenture attached hereto.

Section 5. Sale of Bonds. Pursuant to the provisions of Section 190.016(1) of the Act, the Bonds may be delivered in payment of all or a portion of the purchase price of the Capital Improvement Plan or may be sold at public or private sale after such advertisement, if any, as the Board may deem advisable but not in any event at less than 90 percent of the par value thereof, together with accrued interest thereon, in conformance with the provisions of the Act.

Section 6. Appointment of Trustee. The District hereby appoints Computershare Trust Company, National Association to act as trustee under the Indenture (the "Trustee"). The Trustee shall also serve as the paying agent, registrar and authenticating agent under the Indenture. Notwithstanding, the appointment herein, the District may change the designation of the trustee and/or designate co-trustees, additional paying agents, registrars and authentication agents pursuant to the terms of the Indenture, provided the successor meets the requirements of the Indenture.

Section 7. Bond Validation. District Counsel and Bond Counsel to the District are hereby authorized and directed to take appropriate proceedings in the Circuit Court of the Twentieth Judicial Circuit of Florida, in and for Lee County, Florida, for validation and the proceedings incident thereto for the Bonds to the extent required by and in accordance with Section 190.016(12), *Florida Statutes*. The Chairperson, Vice Chairperson or any Designated Member is authorized to sign any pleadings and to offer testimony in any such proceedings for and on behalf of the District. The other members of the Board, the officers of the District and the agents and employees of the District, including, without limitation, the District Manager, the engineer or engineering firm serving as engineer to the District and the District's underwriter are hereby also authorized to offer testimony for and on behalf of the District in connection with any such validation proceedings.

Section 8. Further Official Action; Ratification of Prior and Subsequent Acts. The Chairperson, the Vice Chairperson, the Secretary and each Designated Member and any other proper official of the District are each hereby authorized and directed to execute and deliver any and all documents and instruments (including, without limitation, any documents required by the Trustee to evidence its rights and obligations with respect to the Bonds and/or any documents required in connection with implementation of a book-entry system of registration, and investment agreements relating to the investment of the proceeds of the Bonds and any agreements in connection with maintaining the exclusion of interest on the Bonds from gross income of the holders thereof) and to do and cause to be done any and all acts and things necessary or desirable for carrying out the transactions contemplated by this Resolution. In the event that the

Chairperson, the Vice-Chairperson or the Secretary is unable to execute and deliver the documents herein contemplated, such documents shall be executed and delivered by the respective designee of such officer or official or any other duly authorized officer or official of the District. The Secretary or any Designated Member is hereby authorized and directed to apply and attest the official seal of the District to any agreement or instrument authorized or approved herein that requires such a seal and attestation. All of the acts and doings of such members of the Board, the officers of the District, and the agents and employees of the District, which are in conformity with the intent and purposes of this resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

Section 9. Bond Anticipation Notes. The District may, if it determines it to be in its best financial interest, issue Bond Anticipation Notes (“BANs”) in order to temporarily finance the costs of all or a portion of the Capital Improvement Plan. The District shall by proper proceedings authorize the issuance and establish the details of such BANs pursuant to the provisions of Section 190.014, *Florida Statutes*, as amended, and other applicable provisions of laws.

Section 10. Subsequent Resolution(s) Required. Notwithstanding anything to the contrary contained herein, no series of Bonds may be issued or delivered until the District adopts a subsequent resolution and/or supplemental indenture for each such series of Bonds, fixing the details of such series of Bonds remaining to be specified or delegating to the Chairperson, the Vice Chairperson or a Designated Member the authority to fix such details.

Section 11. Severability. If any section, paragraph, clause or provision of this resolution shall be held to be invalid or ineffective for any reason, the remainder of this resolution shall continue in full force and effect, it being expressly hereby found and declared that the remainder of this resolution would have been adopted despite the invalidity or ineffectiveness of such section, paragraph, clause or provision.

Section 12. Repeal of Resolution 2022-14. Resolution Number 2022-14 is hereby repealed in its entirety. All Sections or parts of Sections of any resolutions, agreements or actions of the Board of Supervisors in conflict with this Resolution 2022-31 are hereby repealed to the extent of such conflict.

Section 13. Effective Date. This resolution shall take effect immediately upon its adoption, and any provisions of any previous resolutions in conflict with the provisions hereof are hereby superseded.

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PASSED in Public Session of the Board of Supervisors of Gateway Services Community Development District, this 1st day of September, 2022.

**GATEWAY SERVICES COMMUNITY
DEVELOPMENT DISTRICT**

By: _____

Name: C. Douglas Banks

Title: Chairperson, Board of Supervisors

By: _____

Name:

Title: Secretary, Board of Supervisors

SCHEDULE I

DESCRIPTION OF THE CAPITAL IMPROVEMENT PLAN

The Capital Improvement Plan includes, but is not limited to, the following improvements:

Administrative

- Renovation of existing District building facilities and/or construction of new facilities which may include the District's main office building and a maintenance shop/storage building.

Parks and Recreation

- Improvements to parks and recreation facilities fields and amenities, including replacement of the pool filtration system, pool equipment, resurfacing and decking.

Waterway Management

- Improvements to surface water management components, including swales and piping within road rights-of-way, videoing and pipe cleaning.
- Stormwater lake improvements, including bathymetric surveying, sediment sampling, and addition of aeration equipment.

Roadway and Landscape

- Replacement of existing streetlight systems with LED lights, and construction new wiring from transformers to lights.
- Repaving/Construction of District owned roads and accompanying amenities i.e., street signs.
- Replacement and/or addition of new curbs and sidewalks.
- Replacement of landscaping/monument signs.

As more particularly set forth in the Amended and Restated Master Engineer's Report for the Gateway Services Community Development District: Capital Improvement Plan prepared by Tetra Tech and dated as of September 1, 2022 as such report may be supplemented and amended from time to time.

EXHIBIT A
FORMS OF MASTER TRUST INDENTURE
AND
SUPPLEMENTAL TRUST INDENTURE