

**MINUTES OF MEETING
THE WINSTON
COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of The Winston Community Development District was held on January 29, 2026, immediately following the adjournment of the Landowners' Meeting, scheduled to commence at 11:15 a.m., at the Villages Public Library at Pinellas Plaza, 7375 Powell Rd., Conference Room 162, Wildwood, Florida 34785.

Present:

Jacob Beren	Chair
Kirstan Jones	Vice Chair
Jon-Michael Smith	Assistant Secretary

Also present:

Cindy Cerbone	District Manager
Jamie Sanchez	Wrathell, Hunt and Associates, LLC (WHA)
Jere Earlywine (via telephone)	District Counsel
Sete Zare (via telephone)	MBS Capital Markets, LLC
Rachel Beren (via telephone)	Supervisor-Elect

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 11:23 a.m. Supervisors-Elect Jacob Beren, Kirstan Jones and Jon Smith were present. Supervisor-Elect Rachel Beren attended via telephone; as she will not be sworn in today, she will participate solely as a member of the public. Supervisor-Elect Motty Segal was not present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

GENERAL DISTRICT ITEMS

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Elected Board of Supervisors (the following will also be provided in a separate package)

Ms. Sanchez, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Jacob Beren, Kirstan Jones and Jon-Michael Smith. Staff provided and explained the following:

A. Required Ethics Training and Disclosure Filing

- **Sample Form 1 2023/Instructions**
- B. Membership, Obligations and Responsibilities**
- C. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- D. Form 8B: Memorandum of Voting Conflict for County, Municipal and other Local Public Officers**

Ms. Cerbone discussed potential conflicts of interest related to voting. Each Board Member completed Form 8B, which will be kept on file for use when necessary. Ms. Sanchez paraphrased Form 8B, which states:

“I am a member of the Board of Supervisors of The Winston Community Development District created under Chapter 190, Florida Statutes, and I am a principal, employee and/or business associate, or relative, of a landowner in the District. Decisions potentially affecting the landowner may come before the Board from time to time. Pursuant to Section 112.3143(3)(b), and 190.007(1), Florida Statutes, I understand that I do not have a conflict of interest when voting on such matters, and that I am not prohibited from voting on such matters. That said, I am filing this disclosure of voting conflict in an abundance of caution, and to follow the procedures required by section 112.3143, Florida Statutes, and for the duration of my term and any subsequent terms.”

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2026-01, Electing Certain Officers of the District, and Providing for an Effective Date

This item was presented following the Sixth Order of Business.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2026-02, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners’ Meeting; Providing a Severability Clause; and Providing an Effective Date

This item was presented following the Sixth Order of Business.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2026-03, Canvassing and Certifying the Results of the Landowners’ Election of Supervisors Held Pursuant to Section 190.006(2),

Florida Statutes, and Providing for an Effective Date

Ms. Cerbone presented Resolution 2026-03. Ms. Sanchez recapped the results of the Landowners’ Election, which will be inserted into Sections 1 and 2, as follows:

Seat 1	Jacob Beren	85 votes	Four-year Term
Seat 2	Kirstan Jones	85 votes	Four-year Term
Seat 3	Rachel Beren	80 votes	Two-year Term
Seat 4	Motty Segal	80 votes	Two-year Term
Seat 5	Jon Smith	80 votes	Two-year Term

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-03, Canvassing and Certifying the Results of the Landowners’ Election of Supervisors Held Pursuant to Section 190.006(2), Florida Statutes, and Providing for an Effective Date, was adopted.

Mr. Earlywine discussed ethics laws, including the requirement to disclose gifts in excess of \$100 from a non-relative or lobbyist; gifts valued over \$100 from a lobbyist are prohibited. Prohibitions include use of a public office for one’s own personal gain; voting on measures that benefit oneself, one’s relative or employer; accepting or soliciting a gift in exchange for a vote or benefit; disclosing confidential information obtained through one’s role as a public official; employing, appointing or promoting relatives in a CDD position; and doing business with or lobbying the CDD within two years of leaving office. He discussed public records laws and email procedures. All public records requests should be forwarded to Staff promptly.

Ms. Cerbone discussed the requirement to complete four hours of ethics training each year by December 31; completion of the requirement will be noted when filing Form 1 the following year. Board Members will receive emails from Ms. Sanchez; one with information regarding completion of Form 1 and another with links to ethics training courses.

- **Consideration of Resolution 2026-02, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners’ Meeting; Providing a Severability Clause; and Providing an Effective Date**

This item, previously the Fifth Order of Business, was presented out of order.

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-02, Ratifying the Actions of the District Manager and District Staff in Noticing the Landowners’ Meeting; Providing a Severability Clause; and Providing an Effective Date, was adopted.

B. Resolution 2026-05, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date

- **Fee Agreement: Kutak Rock LLP**

On MOTION Mr. Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-05, Appointing District Counsel for the District, and Authorizing Compensation; and Providing for an Effective Date, was adopted.

C. Resolution 2026-06, Designating a Registered Agent and Registered Office of the District and Providing for an Effective Date

On MOTION by Mr. Smith and seconded by Ms. Jones, with all in favor, Resolution 2026-06, Designating Craig Wrathell as Registered Agent and Wrathell, Hunt and Associates, LLC, 2300 Glades Road, Suite 410W, Boca Raton, Florida, 33431 as the Registered Office of the District, and Providing for an Effective Date, was adopted.

D. Resolution 2026-07, Appointing an Interim District Engineer for The Winston Community Development District, Authorizing Its Compensation and Providing for an Effective Date

- **Interim District Engineering Agreement: AE Group**

Ms. Cerbone stated Mr. Smith and Ms. Jones are co-owners of AE Group. Mr. Earlywine stated, as employees of an Independent Contractor for the CDD, Mr. Smith and Ms. Jones must sign the appropriate form for a continuing conflict of interest. He discussed the procedures to be followed, including abstaining from voting on AE Group’s contracts or payments.

Discussion ensued regarding the need for and the duties of the District Engineer, billing of Engineering time, reimbursements to AE Group and legal considerations.

On MOTION by Mr. Beren, with Mr. Beren in favor and Mr. Smith and Ms. Jones abstaining, Resolution 2026-07, Appointing an Interim District Engineer for The Winston Community Development District, Authorizing Its Compensation and Providing for an Effective Date, was adopted.

E. Authorization of Request for Qualifications (RFQ) for Engineering Services

Ms. Cerbone presented the RFQ for Engineering Services.

On MOTION by Mr. Beren, with Mr. Beren in favor and Mr. Smith and Ms. Jones abstaining, the RFQ for Engineering Services, the Competitive Selection Criteria, and authorizing Staff to advertise, were approved.

F. Board Member Compensation: 190.006 (8), F.S.

Each Board Member wishing to receive compensation will submit a W-4.

- G. **Resolution 2026-08, Designating the Primary Administrative Office and Principal Headquarters of the District and Providing an Effective Date**

On MOTION by Ms. Jones and seconded by Mr. Beren, with all in favor, Resolution 2026-08, Designating 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 as the Primary Administrative Office and a location within Sumter County, Florida as the Principal Headquarters of the District and Providing an Effective Date, was adopted.

- H. **Resolution 2026-09, Designating the Location of the Local District Records Office and Providing an Effective Date**

This item was deferred.

- I. **Resolution 2026-10, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Date**

- **Authorization to Obtain General Liability and Public Officers' Insurance**

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-10, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors and District Officers, and Providing for an Effective Date, was approved.

- J. **Resolution 2026-11, Providing for the Public's Opportunity to Be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to Be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date**

- K. **Resolution 2026-12, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and an Effective Date**

- L. **Resolution 2026-13, Granting the Chair and Vice Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District's Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date**

- M. **Resolution 2026-14, Authorizing the Chairperson and Vice Chairperson to Take the Necessary Actions to Award Certain Contracts, Agreements and Other Documents; and Providing an Effective Date**

N. Resolution 2026-15, Ratifying, Confirming and Approving the Recording of the Notice of Establishment for The Winston Community Development District

On MOTION by Mr. Smith and seconded by Mr. Beren, with all in favor, Resolution 2026-11, Resolution 2026-12, Resolution 2026-13, Resolution 2026-14, and Resolution 2026-15, were adopted.

O. Authorization of Request for Proposals (RFP) for Annual Audit Services

- **Designation of Board of Supervisors as Audit Committee**

P. Strange Zone, Inc., Quotation #M25-035 for District Website Design, Maintenance and Domain Web-Site Design Agreement

Q. Resolution 2026-16, Designate the Date, Time and Place of a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure; and Providing an Effective Date

I. Rules of Procedure

II. Notices [Rule Development and Rulemaking]

The Public Hearing will be held on March 31, 2026 at 11:15 a.m., at the Villages Public Library at Pinellas Plaza, 7375 Powell Rd., Conference Room 162, Wildwood, Florida 34785.

R. Resolution 2026-17, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2026/2026 and Providing for an Effective Date

This item was deferred.

S. Resolution 2026-18, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date

T. Resolution 2026-19, Authorizing an Individual Designated by the Board of Supervisors, to Act as the District’s Purchasing Agent for the Purpose of Procuring, Accepting, and Maintaining Any and All Construction Materials Necessary for the Construction, Installation, Maintenance or Completion of the District’s Infrastructure Improvements As Provided in the District’s Adopted Improvement Plan; Providing for the Approval of a Work Authorization; Providing for Procedural Requirements for The Purchase Of Materials; Approving the Form of a Purchase Requisition Request; Approving the Form of a Purchase Order; Approving the Form of a Certificate of Entitlement; Authorizing the Purchase of Insurance; Providing a Severability Clause; and Providing an Effective Date

- U. Goals and Objectives Reporting [HB7013 - Special Districts Performance Measures and Standards Reporting]
- V. Consideration of E-Verify Memorandum

On MOTION by Ms. Jones and seconded by Mr. Beren, with all in favor, Agenda Items 7O, 7P, 7Q, 7S, 7T, 7U, and 7V, as presented, were approved and/or adopted.

BANKING ITEMS

EIGHTH ORDER OF BUSINESS

Consideration of the Following Banking Items:

- A. Resolution 2026-20, Designating a Public Depository for Funds of the District and Providing an Effective Date

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-20, Designating BankUnited as a Public Depository for Funds of the District and Providing an Effective Date, was adopted.

- B. Resolution 2026-21, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; And Providing an Effective Date

On MOTION by Mr. Beren and seconded by Mr. Smith, with all in favor, Resolution 2026-21, Directing the District Manager to Establish a Local Bank Account and Appoint Signors on the Account; And Providing an Effective Date, was adopted.

- C. Resolution 2026-22, Authorizing the District Manager or Treasurer to Execute the Public Depositors Report; Authorizing the Execution of Any Other Financial Reports as Required by Law; Providing for an Effective Date

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-22, Authorizing the District Manager or Treasurer to Execute the Public Depositors Report; Authorizing the Execution of Any Other Financial Reports as Required by Law; Providing for an Effective Date, was adopted.

BUDGETARY ITEMS

NINTH ORDER OF BUSINESS

Consideration of the Following Budgetary Items:

A. Resolution 2026-23, Approving the Proposed Budget for Fiscal Year 2025/2026 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Severability; and Providing for an Effective Date

Ms. Cerbone presented Resolution 2026-23 and the proposed Fiscal Year 2026 budget.

This is a Landowner-contribution budget, with expenses funded as they are incurred.

On MOTION by Mr. Smith and seconded by Mr. Beren, with all in favor, Resolution 2026-23, Approving the Proposed Budget for Fiscal Year 2025/2026 and Setting a Public Hearing Thereon Pursuant to Florida Law for March 31, 2026 at 11:15 a.m., at the Villages Public Library at Pinellas Plaza, 7375 Powell Rd., Conference Room 162, Wildwood, Florida 34785; Addressing Severability; and Providing for an Effective Date, was adopted.

B. Fiscal Year 2025/2026 Budget Funding Agreement

It was noted that the current entity will be changed to Enclave Housing, LLC.

On MOTION by Mr. Smith and seconded by Ms. Jones, with all in favor, the 2025/2026 Budget Funding Agreement, in substantial form, was approved.

C. Resolution 2026-24, Adopting the Alternative Investment Guidelines for Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance with Section 218.415(17), Florida Statutes

Items 9C through 9G were deferred.

D. Resolution 2026-25, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date

E. Resolution 2026-26, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date

F. Resolution 2026-27, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date

G. Resolution 2026-28, Adopting an Internal Controls Policy Consistent with Section 218.33, Florida Statutes; Providing an Effective Date

BOND FINANCING ITEMS

Consideration of the Following Bond
Financing Related Items:

A. Bond Financing Team Funding Agreement

Mr. Earlywine presented the Bond Financing Team Funding Agreement.

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, the Bond Financing Team Funding Agreement, in substantial form, was approved.

B. Engagement of Bond Financing Professionals

I. Resolution 2026-29, Appointing an Investment Banker in Contemplation of the Issuance of The Winston Community Development District Special Assessment Revenue Bonds [MBS Capital Markets, LLC]

II. Resolution 2026-30, Appointing Bond Counsel in Contemplation of the Issuance of The Winston Community Development District Bonds [Bryant Miller Olive, P.A.]

III. Resolution 2026-31, Appointing Trustee, Paying Agent and Registrar in Contemplation of the Issuance of The Winston Community Development District Bonds [U.S. Bank, N.A.]

On MOTION by Mr. Beren and seconded by Mr. Smith, with all in favor, Resolution 2026-29, Resolution 2026-30, and Resolution 2026-31, were adopted.

C. Resolution 2026-32, Designating a Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing as Authorized by Section 190.021, Florida Statutes; and Providing an Effective Date

On MOTION by Ms. Jones and seconded by Mr. Smith, with all in favor, Resolution 2026-32, Designating a Date, Time, and Location of March 31, 2026 at 11:15 a.m., at the Villages Public Library at Pinellas Plaza, 7375 Powell Rd., Conference Room 162, Wildwood, Florida 34785, for a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing as Authorized by Section 190.021, Florida Statutes; and Providing an Effective Date, was adopted.

D. Presentation of Master Engineer's Report

Mr. Earlywine presented the Master Engineer’s Report and noted the following:

- The Capital Improvement Plan (CIP) will include all improvements to be financed, including the roadway improvements; stormwater management system; and water and wastewater utilities.
- The Report contains the necessary findings, in that the lands within the CDD benefit from the project and that the numbers are fairly and accurately estimated in the Report.

Ms. Cerbone believes the 295 units will consist of 127 40’ units and 168 50’ units.

Ms. Cerbone stated an updated Engineer’s Report was distributed. She confirmed that the Total Expenses remain unchanged at \$15,180,000, including Contingency. She stated the Engineer’s Report in the agenda is dated April 28, 2025, and the updated Report is dated January 29, 2026. She asked if there are any additional differences in addition to the unit count clarifications. The following updates were noted:

- Page 4, Roadways: Updated to reflect that the roadways will be owned and maintained by the CDD.
- Exhibit 8, Estimated Permitting Completion: Changed to “February 30, 2026”
- Exhibit 8, Estimated Start of Construction: Changed to “April 30, 2026”
- Exhibit 8, Estimated Completion of Construction: Changed to “October 1, 2027”

The Financing Team will also submit comments.

On MOTION by Mr. Beren and seconded by Ms. Jones, with all in favor, the Master Engineer’s Report dated January 29, 2026, in substantial form, was approved.

E. Presentation of Master Special Assessment Methodology Report

Ms. Cerbone presented the Master Special Assessment Methodology Report dated January 29, 2026, which will be updated to reflect the 40’ and 50’ single-family unit counts and Equivalent Residential Unit (ERU) weightings, as reflected in the updated Engineer’s Report. She reviewed the pertinent information and discussed the Development Program, CIP, Financing Program, Assessment Methodology, lienability tests, special and peculiar benefits, True-up Mechanism and the Appendix Tables.

On MOTION by Mr. Smith and seconded by Ms. Jones, with all in favor, the Master Special Assessment Methodology Report dated January 29, 2026, in substantial form, was approved.

- F. **Resolution 2026-33, Declaring Special Assessments; Designating the Nature and Location of the Proposed Improvements; Declaring the Total Estimated Cost of the Improvements, the Portion to be Paid By Assessments, and the Manner and Timing in Which the Assessments are to be Paid; Designating the Lands Upon Which the Assessments Shall be Levied; Providing for an Assessment Plat and A Preliminary Assessment Roll; Addressing the Setting of Public Hearings; Providing for Publication of This Resolution; And Addressing Conflicts, Severability and an Effective Date**

Mr. Earlywine presented Resolution 2026-33 and noted that, for purposes of assessments, the 50' lots will be 1 ERU and the 40' lots will be .8 ERU.

On MOTION by Mr. Beren and seconded by Mr. Smith, with all in favor, Resolution 2026-33, Declaring Special Assessments; Designating the Nature and Location of the Proposed Improvements; Declaring the Total Estimated Cost of the Improvements, the Portion to be Paid By Assessments, and the Manner and Timing in Which the Assessments are to be Paid; Designating the Lands Upon Which the Assessments Shall be Levied; Providing for an Assessment Plat and A Preliminary Assessment Roll; Addressing the Setting of Public Hearings on March 31, 2026 at 11:15 a.m., at the Villages Public Library at Pinellas Plaza, 7375 Powell Rd., Conference Room 162, Wildwood, Florida 34785; Providing for Publication of This Resolution; And Addressing Conflicts, Severability and an Effective Date, was adopted.

- G. **Resolution 2026-34, Authorizing the Issuance of Not Exceeding \$21,105,000 Aggregate Principal Amount of the Winston Community Development District Bonds in One or More Series, for the Purpose of Financing the Construction and/or Acquisition by the District of the Public Improvements And Community Facilities Permitted by the Provisions of Chapter 190, Florida Statutes, as Amended, and the Ordinance Creating the District; Approving a Form of a Master Trust Indenture; Approving and Appointing a Trustee; Authorizing The Commencement of Validation Proceedings Relating to the Foregoing Bonds; Authorizing and Approving Other Matters Relating to the Foregoing Bonds; and Providing an Effective Date**

Ms. Taylor presented Resolution 2026-34, which accomplishes the following:

- Authorizes validation of bonds in an amount not to exceed \$21,105,000.
- Appoints U.S. Bank Trust Company, National Association, as the Trustee.
- Approves the form of the Master Trust Indenture.

On MOTION by Mr. Smith Beren and seconded by Ms. Jones, with all in favor, Resolution 2026-34, Authorizing the Issuance of Not Exceeding \$21,105,000

Aggregate Principal Amount of the Winston Community Development District Bonds in One or More Series, for the Purpose of Financing the Construction and/or Acquisition by the District of the Public Improvements And Community Facilities Permitted by the Provisions of Chapter 190, Florida Statutes, as Amended, and the Ordinance Creating the District; Approving a Form of a Master Trust Indenture; Approving and Appointing a Trustee; Authorizing The Commencement of Validation Proceedings Relating to the Foregoing Bonds; Authorizing and Approving Other Matters Relating to the Foregoing Bonds; and Providing an Effective Date, was adopted.

PROJECT ITEMS

ELEVENTH ORDER OF BUSINESS

Consideration of the Following Project Related Items:

- A. Acquisition Agreement**
- B. Temporary Construction Easement**

These items were deferred.

TWELFTH ORDER OF BUSINESS

Staff Reports

- A. District Counsel: Kutak Rock LLP**
- B. District Engineer (Interim): AE Group**

There were no District Counsel or District Engineer reports.

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

The next meeting will be held on March 31, 2026 at 11:15 a.m.

THIRTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests

There were no Board Members' comments or requests.

FOURTEENTH ORDER OF BUSINESS


Public Comments

No members of the public spoke.

FIFTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Smith and seconded by Ms. Jones, with all in favor, the meeting adjourned at 12:49 p.m.



Secretary/Assistant Secretary



Chair/Vice Chair