

UNIVERSITY SQUARE

**COMMUNITY DEVELOPMENT
DISTRICT**

August 11, 2023

**BOARD OF SUPERVISORS
PUBLIC HEARING AND
REGULAR MEETING
AGENDA**

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT**

**AGENDA
LETTER**

University Square Community Development District

OFFICE OF THE DISTRICT MANAGER

2300 Glades Road, Suite 410W • Boca Raton, Florida 33431

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

August 4, 2023

Board of Supervisors
University Square Community Development District

ATTENDEES:

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

NOTE: Meeting Time

Dear Board Members:

The Board of Supervisors of the University Square Community Development District will hold a Public Hearing and Regular Meeting on August 11, 2023 at 2:30 p.m., or as soon as the matter may be heard, at the offices of Miromar Development Corporation, 10801 Corkscrew Road, Suite 305, Estero, Florida 33928. The agenda is as follows:

1. Call to Order/Roll Call
2. Public Comments
3. Consider Appointment to Fill Unexpired Term of Seat 2 [Term Expires November 2026] and Seat 4 [Term Expires November 2024]
 - Administration of Oath of Office to Appointed Supervisor (*the following to be provided in a separate package*)
 - 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. Consideration of Resolution 2023-06, Designating Certain Officers of the District, and Providing for an Effective Date
5. Presentation of Audited Financial Report for Fiscal Year Ended September 30, 2022; Prepared by McDirmit Davis
6. Consideration of Resolution 2023-07, Hereby Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2022

7. Consideration of Resolution 2023-08, Ratifying the Action of the District Manager in Re-Setting the Date of the Public Hearing on the Proposed Budget for Fiscal Year 2023/2024; Amending Resolution 2023-03 to Reset the Hearing Thereon; Providing a Severability Clause; and Providing an Effective Date
8. Public Hearing on Adoption of Fiscal Year 2023/2024 Budget
 - A. Proof/Affidavit of Publication
 - B. Consideration of Resolution 2023-09, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2023, and Ending September 30, 2024; Authorizing Budget Amendments; and Providing an Effective Date
9. Consideration of Resolution 2023-10, Making a Determination of Benefit and Imposing Special Assessments for Fiscal Year 2023/2024; Providing for the Collection and Enforcement of Special Assessments; Certifying an Assessment Roll; Providing for Amendments to the Assessment Roll; Providing a Severability Clause; and Providing an Effective Date
10. Consideration of Amendment No. 01 to the District Management Services Agreement for Lien Roll Services
11. Acceptance of Unaudited Financial Statements as of June 30, 2023
12. Approval of May 11, 2023 Regular Meeting Minutes
13. Staff Reports
 - A. District Counsel: *Coleman Yovanovich Koester*
 - B. District Engineer: *Hole Montes, Inc.*
 - C. District Manager: *Wrathell, Hunt and Associates, LLC*
 - NEXT MEETING DATE: May 9, 2024 at 12:00 PM

○ QUORUM CHECK

SEAT 1	JEFFERY STANER	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 2		<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 3	MARK GESCHWENDT	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 4		<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO
SEAT 5	RICH POMEROY	<input type="checkbox"/> IN PERSON	<input type="checkbox"/> PHONE	<input type="checkbox"/> NO

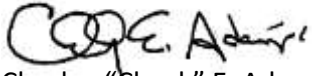
14. Supervisors' Requests

15. Public Comments

16. Adjournment

If you have any questions, please do not hesitate to contact me at 239-464-7114.

Sincerely,



Chesley "Chuck" E. Adams, Jr.
District Manager

FOR BOARD MEMBERS AND STAFF TO ATTEND BY TELEPHONE:

CALL-IN NUMBER: 1-888-354-0094

PARTICIPANT PASSCODE: 229 774 8903

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

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RESOLUTION 2023-06

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT DESIGNATING CERTAIN OFFICERS OF THE DISTRICT, AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, the University Square Community Development District (“District”) is a local unit of special-purpose government created and existing pursuant to Chapter 190, Florida Statutes; and

WHEREAS, the Board of Supervisors of the District desires to designate certain Officers of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT:

SECTION 1. _____ is appointed Chair.

SECTION 2. _____ is appointed Vice Chair.

SECTION 3. _____ is appointed Assistant Secretary.

_____ is appointed Assistant Secretary.

_____ is appointed Assistant Secretary.

Craig Wrathell is appointed Assistant Secretary.

SECTION 4. This Resolution supersedes any prior appointments made by the Board for Chair, Vice Chair and Assistant Secretaries; however, prior appointments by the Board for Secretary, Treasurer and Assistant Treasurer(s) remain unaffected by this Resolution.

SECTION 5. This Resolution shall become effective immediately upon its adoption.

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PASSED AND ADOPTED this 11th day of August, 2023.

ATTEST:

**UNIVERSITY SQUARE COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

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Financial Report

September 30, 2022

University Square Community Development District

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INDEPENDENT AUDITOR'S REPORT

To the Board of Supervisors
University Square Community Development District

Report on the Audit of the Financial Statements

Opinions

We have audited the financial statements of the governmental activities, and each major fund of the *University Square Community Development District* (the "District"), as of and for the year ended September 30, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements present fairly, the respective financial position of the governmental activities, and each major fund of the District as of September 30, 2022, 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.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements related to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

The District's management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibility for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgement made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit 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 District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgement, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

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 is the responsibility of management and, 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 June 6, 2023, 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, grant 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 effectiveness of 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.

McDermitt Davis

Orlando, Florida
June 6, 2023

Our discussion and analysis of the *University Square Community Development District's* (the "District") financial performance provides an overview of the District's financial activities for the fiscal years ended September 30, 2022 and 2021. Please read it in conjunction with the District's financial statements which immediately follow this discussion.

Financial Highlights

The following are the highlights of financial activity for the year ended September 30, 2022:

- The District's total assets exceeded its liabilities at September 30, 2022 by \$1,240,675, an increase in net position of \$387,270 in comparison with the prior year. This increase is primarily attributable to debt service special assessments in excess of interest expense.
- At September 30, 2022, the District's governmental funds reported a combined fund balance of \$605,676, a decrease of \$43,391 in comparison with the prior year.

Using the Annual Report

This annual report consists of a series of financial statements. The Statement of Net Position and the Statement of Activities on pages 6-7 provide information about the activities of the district as a whole and present a longer-term view of the District's finances. Fund financial statements start on page 8. For governmental activities, these statements tell how these services were financed in the short-term as well as what remains for future spending. Fund financial statements also report the District's operations in more detail than the government-wide statements by providing information about the District's most significant funds.

Reporting the District as a whole

Our analysis of the District as a whole begins on page 4. One of the most important questions asked about the District's finances is, "Is the District as a whole better off or worse off as a result of the year's activities?" The Statement of Net Position and the Statement of Activities report information about the District as a whole and about its activities in a way that helps answer this question. These statements include all assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

These two statements report the District's net position and changes in net position. You can think of the District's net position - the difference between assets and liabilities - as one way to measure the District's financial health, or financial position. Over time, increases or decreases in the District's net position are one indicator of whether its financial health is improving or deteriorating. You will need to consider other nonfinancial factors; however, such as changes in the District's assessment base and the condition of the District's infrastructure, to assess the overall health of the District. The government-wide financial statements can be found on pages 6-7 of this report.

Reporting the District's most significant funds

Our analysis of the District's major funds begins on page 5. The fund financial statements begin on page 8 and provide detailed information about the most significant funds - not the District as a whole. Some funds are required to be established by State law and by bond covenants. All of the District's funds are governmental fund-types.

All of the District's basic services are reported in governmental funds, which focus on how money flows into and out of those funds and the balances left at year-end that are available for spending. These funds are reported using an accounting method called modified accrual accounting, which measures cash and all other financial assets that can readily be converted to cash. The governmental fund statements provide a detailed short-term view of the District's general government operations and the basic services it provides. Governmental fund information helps you determine whether there are more or fewer financial resources that can be spent in the near future to finance the District's programs. We describe the relationship (or differences) between governmental activities and governmental funds in a reconciliation with the fund financial statements.

Government-Wide Financial Analysis

The following table reflects the condensed government-wide statements of net position as of September 30, 2022 and 2021:

	<u>2022</u>	<u>2021</u>
Assets, excluding capital assets	\$ 636,572	\$ 649,361
Capital assets, net of depreciation	12,053,054	12,404,926
Total assets	<u>12,689,626</u>	<u>13,054,287</u>
Deferred outflows of resources	97,669	103,970
Liabilities, excluding long-term liabilities	216,620	199,852
Long-term Liabilities	11,330,000	12,105,000
Total liabilities	<u>11,546,620</u>	<u>12,304,852</u>
Net Position:		
Net investment in capital assets	820,723	403,896
Restricted for debt service	232,101	232,247
Restricted for capital projects	93,853	93,552
Unrestricted	93,998	123,710
Total net position	<u>\$ 1,240,675</u>	<u>\$ 853,405</u>

The following is a summary of the District's governmental activities for the fiscal years ended September 30, 2022 and 2021.

	<u>2022</u>	<u>2021</u>
Revenues:		
Program revenues	\$ 1,320,273	\$ 1,317,149
General revenues	31	32
Total revenues	<u>1,320,304</u>	<u>1,317,181</u>
Expenses:		
General government	75,472	73,965
Maintenance and operations	386,282	388,003
Interest on long-term debt	471,280	503,594
Total expenses	<u>933,034</u>	<u>965,562</u>
Change in net position	387,270	351,619
Net position, beginning	853,405	501,786
Net position, ending	<u>\$ 1,240,675</u>	<u>\$ 853,405</u>

Governmental activities for the year ended September 30, 2022 increased the District's net position by \$387,270 as reflected in the table above.

The District's Funds

As the District completed the year, its governmental funds (as presented in the balance sheet on page 8) reported a combined fund balance of \$605,676 which is a decrease of \$43,391 from last year's balance that totaled \$649,067. The decrease is primarily attributed to debt service fund expenditures and general fund maintenance and operations expenditures exceeding assessments for the fiscal year ended September 30, 2022.

The fund balance of the Debt Service Fund decreased by \$13,980 because current year debt service expenditures exceeded the current year assessments. The fund balance of the Capital Projects Fund increased \$301 due to receiving investment income revenue. The fund balance of the General Fund decreased by \$29,712 because maintenance and operations expenditures exceeded special assessment revenue. At September 30, 2022, the District's governmental funds reported a combined fund balance of \$605,676. Of this total, \$511,678 is restricted, \$87,080 is assigned, and \$6,918 is nonspendable.

Governmental Funds Budgetary Highlights

An operating budget was established by the government board for the District pursuant to the requirements of the Florida Statutes. The budget to actual comparison for the general fund, including the original budget and final adopted budget, is shown on page 11.

Capital Asset and Debt Administration

Capital Assets

At September 30, 2022, the District had approximately \$12 million invested in capital assets. This amount represents a net decrease of \$351,872 for current year depreciation.

<u>September 30,</u>	<u>2022</u>	<u>2021</u>	<u>Change</u>
Capital assets not being depreciated	\$ 7,593,312	\$ 7,593,312	\$ -
Capital assets being depreciated	10,719,086	10,719,086	-
Total, prior to depreciation	18,312,398	18,312,398	-
Accumulated depreciation	(6,259,344)	(5,907,472)	(351,872)
Net Capital Assets	<u>\$ 12,053,054</u>	<u>\$ 12,404,926</u>	<u>\$ (351,872)</u>

More information about the District's capital assets is presented in Note 4 to the financial statements.

Debt

At September 30, 2022, the District had \$11.3 million in bonds outstanding. This amount represents a net decrease of \$775,000 from the prior fiscal year.

<u>September 30,</u>	<u>2022</u>	<u>2021</u>	<u>Change</u>
Series 2012 Bonds	\$ 3,385,000	\$ 3,795,000	\$ (410,000)
Series 2017 Notes	7,945,000	8,310,000	(365,000)
	<u>\$ 11,330,000</u>	<u>\$ 12,105,000</u>	<u>\$ (775,000)</u>

Additional information on the District's long-term debt is presented in Note 5 to the financial statements.

Contacting the District's Financial Management

This financial report is designed to provide our citizens, taxpayers, customers, investors and creditors with a general overview of the District's finances and to show the District's accountability for the funds it receives. If you have questions about this report or need additional financial information, contact the *University Square Community Development District's*, Finance Department at 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431.

FINANCIAL STATEMENTS

University Square Community Development District
Statement of Net Position
September 30, 2022

	Governmental Activities
Assets	
Cash	\$ 117,965
Assessments receivable	77
Prepaid expenses	6,918
Restricted assets:	
Temporarily restricted investments	511,612
Capital assets:	
Capital assets not being depreciated	7,593,312
Capital assets being depreciated, net	4,459,742
Total assets	12,689,626
Deferred Outflows of Resources	
Deferred charge on refunding	97,669
Liabilities	
Accounts payable and accrued expenses	30,896
Accrued interest payable	185,724
Noncurrent liabilities:	
Due within one year	795,000
Due in more than one year	10,535,000
Total liabilities	11,546,620
Net Position	
Net investment in capital assets	820,723
Restricted for debt service	232,101
Restricted for capital projects	93,853
Unrestricted	93,998
Total net position	\$ 1,240,675

University Square Community Development District
Statement of Activities
Year Ended September 30, 2022

Functions/Programs	Expenses	Charges for Services	Program Revenue		Net (Expense) Revenue and Changes in Net Position
			Operating Grants and Contributions	Capital Grants and Contributions	
					Governmental Activities
Governmental activities:					
General government	\$ 75,472	\$ 13,098	\$ -	\$ -	\$ (62,374)
Maintenance and operations	386,282	67,041	-	-	(319,241)
Interest on long-term debt	471,280	1,238,986	847	301	768,854
Total governmental activities	<u>933,034</u>	<u>1,319,125</u>	<u>847</u>	<u>301</u>	<u>387,239</u>
General Revenues:					
Investment income					31
Total general revenues					<u>31</u>
Change in net position					387,270
Net position, beginning					<u>853,405</u>
Net position, ending					<u>\$ 1,240,675</u>

University Square Community Development District
Balance Sheet - Governmental Funds
September 30, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total Governmental Funds</u>
Assets				
Cash	\$ 117,965	\$ -	\$ -	\$ 117,965
Investments	-	417,759	93,853	511,612
Assessments receivable	11	66	-	77
Prepaid expenses	6,918	-	-	6,918
Total assets	<u>\$ 124,894</u>	<u>\$ 417,825</u>	<u>\$ 93,853</u>	<u>\$ 636,572</u>
Liabilities and Fund Balances				
Liabilities:				
Accounts payable and accrued expenses	\$ 30,896	\$ -	\$ -	\$ 30,896
Total liabilities	<u>30,896</u>	<u>-</u>	<u>-</u>	<u>30,896</u>
Fund Balances:				
Nonspendable	6,918	-	-	6,918
Restricted for debt service	-	417,825	-	417,825
Restricted for capital projects	-	-	93,853	93,853
Assigned for subsequent year's expenditures	2,080	-	-	2,080
Assigned for disaster recovery	85,000	-	-	85,000
Total fund balances	<u>93,998</u>	<u>417,825</u>	<u>93,853</u>	<u>605,676</u>
Total liabilities and fund balances	<u>\$ 124,894</u>	<u>\$ 417,825</u>	<u>\$ 93,853</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.				12,053,054
Deferred charge on refunding, which are expenditures in the fund statements, are deferred and amortized over the life of the bonds.				97,669
Liabilities not due and payable from current available resources are not reported in governmental fund statements. All liabilities, both current and long-term, are reported in the government-wide statements.				
Accrued interest payable		(185,724)		
Bonds and notes payable		<u>(11,330,000)</u>		<u>(11,515,724)</u>
Net position of governmental activities				<u>\$ 1,240,675</u>

University Square Community Development District
Statement of Revenues, Expenditures and Changes in the Fund Balances
Governmental Funds
Year Ended September 30, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total Governmental Funds</u>
Revenues				
Special assessments	\$ 80,139	\$ 1,238,986	\$ -	\$ 1,319,125
Investment income	31	847	301	1,179
Total revenues	<u>80,170</u>	<u>1,239,833</u>	<u>301</u>	<u>1,320,304</u>
Expenditures				
Current:				
General government	75,472	-	-	75,472
Maintenance and operations	34,410	-	-	34,410
Debt service:				
Interest	-	478,813	-	478,813
Principal	-	775,000	-	775,000
Total expenditures	<u>109,882</u>	<u>1,253,813</u>	<u>-</u>	<u>1,363,695</u>
Excess (Deficit) of Revenues Over Expenditures	<u>(29,712)</u>	<u>(13,980)</u>	<u>301</u>	<u>(43,391)</u>
Net change in fund balances	(29,712)	(13,980)	301	(43,391)
Fund balances, beginning of year	123,710	431,805	93,552	649,067
Fund balances, end of year	<u>\$ 93,998</u>	<u>\$ 417,825</u>	<u>\$ 93,853</u>	<u>\$ 605,676</u>

University Square 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, 2022

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

Net Change in Fund Balances - total governmental funds \$ (43,391)

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 on capital assets is not recognized in the governmental fund statement, however, depreciation is reported as an expense in the statement of net position.

Depreciation (351,872)

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal on long-term debt uses current financial resources of governmental funds. Neither transaction however has any effect on net position.

Repayment of bonds payable 775,000

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	13,834	
Amortization of deferred charge on refunding	(6,301)	7,533

Change in net position of governmental activities		\$ 387,270
		387,270

University Square Community Development District
Statement of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual - General Fund
Year Ended September 30, 2022

	Budgeted Amounts		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
Revenues				
Special assessments	\$ 80,116	\$ 80,139	\$ 80,139	\$ -
Investment income	150	27	31	4
Total revenues	80,266	80,166	80,170	4
Expenditures				
Current:				
General government	74,266	75,469	75,472	(3)
Maintenance and operations	6,000	44,410	34,410	10,000
Total expenditures	80,266	119,879	109,882	9,997
Excess (Deficit) of Revenues Over				
Expenditures	-	(39,713)	(29,712)	10,001
Net change in fund balance	-	(39,713)	(29,712)	10,001
Fund balance, beginning	123,710	123,710	123,710	-
Fund balance, ending	\$ 123,710	\$ 83,997	\$ 93,998	\$ 10,001

NOTES TO FINANCIAL STATEMENTS

NOTE 1 NATURE OF ORGANIZATION

The University Square Community Development District (the "District") was established on August 10, 1998, pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190 of the Florida Statutes, by Lee County Ordinance No. 98-14. The Act provides, among other things, the power to manage basic services for community development, the power to borrow money and issue bonds, and to levy and assess non-ad valorem assessments for the financing and delivery of capital infrastructure.

The District was established for the purposes 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 a Board of Supervisors (the "Board"), which is composed of five members. The Supervisors are elected on an at large basis by the owners of the property within the District. During the reporting period, all Supervisors were affiliated with the Developer of the District, Miromar Development Corporation, the Developer. The District is economically dependent on the Developer. The Board of Supervisors of the District exercises all powers granted to the District pursuant to Chapter 190, Florida Statutes.

The Board has a final responsibility for:

- Assessing and levying special assessments
- Approving budgets
- Exercising control over facilities and property
- Controlling the use of funds generated by the District
- Approving the hiring and firing of key personnel
- Financing improvements

In evaluating how to define the government, for financial reporting purposes, management has considered all potential component units. The decision to include or exclude a potential component unit in the reporting entity was made by applying the criteria set forth by Generally Accepted Accounting Principles (GAAP). The primary criteria for including organizations within the District's reporting entity, as defined by the Governmental Accounting Standards Board (GASB) Statements No. 14, 39 and 61. The District is financially accountable if it appoints a voting majority of the organization's governing body and (a) a separately elected governing board, (b) a governing board appointed by a higher level of government, or a jointly appointed board. Based on the foregoing criteria, no potential component units were found.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the District conform to Generally Accepted Accounting Principles (GAAP) as applicable to governments in accordance with those promulgated by the Governmental Accounting Standards Board (GASB). The following is a summary of the District's more significant accounting policies:

Government-wide and Fund Financial Statements

The basic 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 the non-fiduciary activities of the primary government. Governmental activities, which normally are supported by assessments, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support. The business-type activities are reported separately in government-wide financial statements; however, at September 30, 2022, the District did not have any significant business-type activities. Therefore, no business-type activities are reported. Assessments and other items not properly included as program revenues (i.e., charges to customers or applicants who purchase, use, or directly benefit from goods or services) are reported as general revenues.

Separate financial statements are provided for governmental funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus, Basis of Accounting and Basis of 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 the related cash flows. Assessments are recognized as revenues in the year for which they are levied. Grants and other similar items are to be recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

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. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

The District's Assessments are included on the property tax bill that all landowner's receive, all property within the District is classified as commercial. The Florida Statutes provide that special assessments may be collected by using the Uniform Method. Under the Uniform Method, the District's Assessments will be collected together with County and other taxes. These Assessments will appear on a single tax bill issued to each landowner subject to such. The statutes relating to enforcement of County taxes provide that County taxes become due and payable on November 1 of the year when assessed or as soon thereafter as certified tax roll is received by the Tax Collector and constitute a lien upon the land from January 1 of such year until paid or barred by operation of law. Such taxes (together with any assessments, being collected by the Uniform Method) are to be billed, and landowners in the District are required to pay all such taxes and assessments, without preference in payment of any particular increment of the tax bill, such as the increment owing for the District's Assessments. Upon any receipt of moneys by the Tax Collector from the Assessments, such moneys will be delivered to the District.

All city, county, school and special district ad valorem taxes, non-ad valorem special assessments and voter-approved ad valorem taxes levied to pay principal of and interest on bonds, including the District Assessments, that are collected by the Uniform Method are payable at one time. If a taxpayer does not make complete payment of the total amount, he or she cannot designate specific line items on his or her tax bill as deemed paid in full and such partial payment is not to be accepted and is to be returned to the taxpayer, provided, however that a taxpayer may contest a tax assessment pursuant to certain conditions in Florida Statutes and other applicable law.

Under the Uniform Method, if the Assessments are paid during November when due or at any time within thirty (30) days after mailing of the original tax notice or during the following three months, the taxpayer is granted a variable discount equal to 4% in November and decreasing one percentage point per month to 1% in February. March payments are without discount. Pursuant to Section 197.222, Florida Statutes, taxpayers may elect to pay estimated taxes, which may include non-ad valorem special assessments such as the District's Assessments in quarterly installments with a variable discount equal to 6% on June 30 decreasing to 3% on December 31, with no discount on March 31. All unpaid taxes and assessments become delinquent on April 1 of the year following assessment, and the Tax Collector is required to collect taxes prior to April 1 and after that date to institute statutory procedures upon delinquency to collect assessed taxes. Delay in the mailing of the notices to taxpayers may result in a delay throughout this process.

Collection of Delinquent Assessments under the Uniform Method is, in essence, based upon the sale by the Tax Collector of "tax certificates" and remittance of the proceeds of such sale to the District for payment of the Assessment due.

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The District reports the following major governmental funds:

General Fund - The General Fund is the primary operating fund of the District. It is used to account for all financial resources except those required to be accounted for in other funds.

Debt Service Fund - The Debt Service Fund is used to account for the accumulation of resources for the annual payment of principal and interest on long-term debt.

Capital Project Fund - The Capital Projects Fund is used to account for the financial resources to be used for the acquisition or construction of major infrastructure within the District.

For the year ended September 30, 2022, the District does not report any proprietary funds.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

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

Cash, Deposits and Investments

The District maintains deposits with "Qualified Public Depositories" as defined in Chapter 280, Florida Statutes. All Qualified Public Depositories must place with the Treasurer of the State of Florida securities in accordance with collateral requirements determined by the State's Chief Financial Officer. In the event of default by a Qualified Public Depository, the State Treasurer will pay public depositors all losses. Losses in excess of insurance and collateral will be paid through assessments between all Qualified Public Depositories.

Under this method, all the District's deposits are fully insured or collateralized at the highest level of security as defined by *Governmental Accounting Standards Board, Statement Number 40, Deposits and Investment Disclosures (An Amendment of Governmental Accounting Standards Board, Statement Number 3)*.

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 Items

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements.

Assessments Receivable

Assessments receivable are reported net of an allowance for uncollectible.

Capital Assets

Capital assets, which include primarily infrastructure assets (e.g., roads, sidewalks, water management systems and similar items), are reported in the 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 and estimated historical cost if purchased or constructed. Donated 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 asset lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property, plant, and equipment of the primary government are depreciated using the straight-line method over the following estimated useful lives:

Assets	Years
Infrastructure	15 - 50
Improvements other than buildings	10 - 25

In the governmental fund financial statements, amounts incurred for the acquisition of capital assets are reported as fund expenditures. Depreciation expense is not reported in the governmental fund financial statements.

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. Bonds payable are reported net of premiums or discounts. Bond issuance costs are expensed.

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 the 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 debt service expenditures.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of net 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 has one item that qualifies for reporting in this category for the year ended September 30, 2022. It is the deferred charge on refunding reported in the government-wide statement of net position. A deferred charge on refunding resulted from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or refunding debt.

In addition to liabilities, the statement of net 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 does not have any item that qualifies for reporting in this category for the year ended September 30, 2022.

Net Position Flow Assumptions

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 2 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

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the U.S. requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

New Accounting Standards Issued

In fiscal year 2022, the District has not implemented any new accounting standards with a material effect on the District's financial statements.

Budgets

Budgetary Information

The District is required to establish a budgetary system and an approved annual budget. Annual budgets are legally adopted on a basis consistent with generally accepted accounting principles for the general fund. Any revision to the budget must be approved by the District Board. The budgets are compared to actual expenditures. In instances where budget appropriations and estimated revenues have been revised during the year, budget data presented in the financial statements represent final authorization amounts.

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

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

NOTE 3 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 prices 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.

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.

The District has the following recurring fair value measurements as of September 30, 2022:

- Money market mutual funds of \$348,992 are valued using Level 2 inputs.

The following is a summary of the District's investments:

<u>Investment Type</u>	<u>Fair Value</u>	<u>Credit Rating</u>	<u>Weighted Average Maturity</u>
First American Government Obligation Fund Y	\$ 348,992	AAAm	18 days
Florida Community Bank MMA	162,620	N/A	N/A
	<u>\$ 511,612</u>		

Custodial credit risk

For an investment, custodial credit risk is the risk that the District will not be able to recover the value of the investments or collateral securities that are in the possession of an outside party. The District has no formal policy for custodial risk. At September 30, 2022, all investments, except for investments in money market funds, were held in custodial accounts in the District's name by an independent custodial bank.

Concentration risk

The District does not have a formal policy for addressing interest rate risk; however, investments are made with discretion, to see reasonable returns, preserve capital, and in general, avoid speculative investments. The District manages its exposure to declines in fair values from interest rate changes by reviewing the portfolio on an ongoing basis for changes in effective yield amounts.

Interest rate risk

Florida Statutes provide that the investment portfolio be structured in such a manner as to provide sufficient liquidity to pay obligations as they come due. The District complies with the requirements of the Florida Statutes.

NOTE 4 CAPITAL ASSETS

Capital asset activity for the year ended September 30, 2022 was as follows:

	Beginning Balance October 1, 2021	Additions	Disposals	Balance at September 30, 2022
Governmental Activities				
Capital assets not being depreciated:				
Land	\$ 7,593,312	\$ -	\$ -	\$ 7,593,312
Total capital assets, not being depreciated	7,593,312	-	-	7,593,312
Capital assets being depreciated:				
Infrastructure	9,652,960	-	-	9,652,960
Improvements other than buildings	1,066,126	-	-	1,066,126
Total capital assets being depreciated	10,719,086	-	-	10,719,086
Total capital assets	18,312,398	-	-	18,312,398
Less accumulated depreciation for:				
Infrastructure	(5,138,313)	(326,455)	-	(5,464,768)
Improvements other than buildings	(769,159)	(25,417)	-	(794,576)
Total accumulated depreciation	(5,907,472)	(351,872)	-	(6,259,344)
Total capital assets being depreciated, net	4,811,614	(351,872)	-	4,459,742
Governmental activities capital assets, net	\$ 12,404,926	\$ (351,872)	\$ -	\$ 12,053,054

Depreciation of \$351,872 was allocated to maintenance and operations in the Statement of Activities.

NOTE 5 BONDS AND NOTES PAYABLE

Taxable Capital Improvement Revenue Bonds, Series 2012 - Public Offering

On September 30, 2012, the District issued \$6,735,000 Series 2012 Capital Improvement Revenue Bonds. The Series 2012 Bonds bear interest of 5% and mature in May 2029. Interest is paid semi-annually on each May 1 and November 1. The Bonds were issued to redeem and refund the Series 1999 Bonds and are secured by the pledge of revenues derived from the collection of non-ad valorem special assessments. The cash flow requirements required to service the Series 2012 Refunding Bonds is \$246,008 less than the cash flow requirements required to service the Series 1999 Refunded Bonds.

The bonds are subject to mandatory redemption at par on a schedule of annual redemptions from May 2013 through May 2029, the maturity dates. The District is required to redeem the bonds at par prior to schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture. The bonds are subject to redemption at the option of the District on or after May 1, 2018.

NOTE 5 BONDS AND NOTES PAYABLE (CONTINUED)

The Bond Indentures have 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. The District is in compliance with the requirements of the Bond Indentures.

For the current fiscal year, \$189,625 of interest and \$410,000 of principal was paid on these bonds. Total special assessment revenue was \$584,733 in the current year. Principal and interest remaining on these bonds at September 30, 2022 totals \$4,095,500.

In the event of default, all principal and interest of the Bond may become immediately due and payable.

Special Assessment Revenue Notes, Series 2017 - Private Placement

On March 10, 2017, the District issued \$9,595,000 Series 2017 Special Assessment Revenue Notes. The Series 2017 Notes bear interest of 3.48% and mature in May 2038. Interest is paid semi-annually on each May 1 and November 1. The Notes were issued to refund the Capital Improvement Revenue Bonds, Series 2007, pay for certain issuance costs and construction of certain improvements for the benefit of the property within the District. The Notes are secured by the pledge of revenues derived from the collection of non-ad valorem special assessments.

The Notes are subject to mandatory redemption at par on a schedule of annual redemptions from May 2009 through and May 2038, the maturity dates. The District is required to redeem the Notes at par prior to schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Note Indenture. The Notes are subject to redemption at the option of the District on or after May 1, 2018.

The Note Indentures have 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. The District is in compliance with the requirements of the Note Indentures.

For the current fiscal year, \$289,188 of interest and \$365,000 of principal was paid on these notes. Total special assessment revenue was \$654,213 in the current year. Principal and interest remaining on these notes at September 30, 2022 totals \$10,497,406.

The Note 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 for the fiscal year ended September 30, 2022.

In the event of default, all principal and interest of the Note may become immediately due and payable.

Long-term liability activity for the year ended September 30, 2022 was as follows:

	Balance October 1, 2021	Additions	Reductions	Balance September 30, 2022	Due Within One Year
Special Assessment Revenue Bonds, Series 2012	\$ 3,795,000	\$ -	\$ (410,000)	\$ 3,385,000	\$ 415,000
Special Assessment Revenue Notes, Series 2017	8,310,000	-	(365,000)	7,945,000	380,000
Total	\$ 12,105,000	\$ -	\$ (775,000)	\$ 11,330,000	\$ 795,000

NOTE 5 BONDS AND NOTES PAYABLE (CONTINUED)

At September 30, 2022, the scheduled debt service requirements on long-term debt were as follows:

Year Ending September 30,	Bonds - Public Offering		Notes - Private Placement		Total
	Principal	Interest	Principal	Interest	
2023	\$ 415,000	\$ 169,250	\$ 380,000	\$ 276,486	\$ 1,240,736
2024	435,000	148,500	390,000	263,262	1,236,762
2025	460,000	126,750	405,000	249,690	1,241,440
2026	480,000	103,750	420,000	235,596	1,239,346
2027	505,000	79,750	435,000	220,980	1,240,730
2028-2032	1,090,000	82,500	2,410,000	867,216	4,449,716
2033-2037	-	-	2,870,000	417,078	3,287,078
2038	-	-	635,000	22,098	657,098
	<u>\$ 3,385,000</u>	<u>\$ 710,500</u>	<u>\$ 7,945,000</u>	<u>\$ 2,552,406</u>	<u>\$ 14,592,906</u>

NOTE 6 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. The District maintains commercial insurance coverage to mitigate the risk of loss. Coverage may not extend to all situations. Management believes such coverage is sufficient to preclude any significant uninsured losses to the District. The District has not incurred any insurance claims under the commercial coverage in the previous three years.

NOTE 7 MANAGEMENT COMPANY

The District has contracted with a management company to perform management consulting services, which include financial consulting and accounting 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 CONCENTRATION

A significant portion of 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.

During the year ended September 30, 2022, the Developer paid approximately \$1,270,000, representing 97% of total assessment revenue for the year.

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
University Square 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 the *University Square Community Development District* (the “District”) as of and for the year ended September 30, 2022, and the related notes to the financial statements, which collectively comprise the District’s basic financial statements, and have issued our report thereon dated June 6, 2023.

Report on 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) as a basis for designing 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 was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on 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 financial statements. 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 entity’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 entity’s internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

McDermitt Davis

Orlando, Florida
June 6, 2023

MANAGEMENT LETTER

Board of Supervisors
University Square Community Development District

Report on the Financial Statements

We have audited the financial statements of the *University Square Community Development District* (the "District"), as of and for the fiscal year ended September 30, 2022, and have issued our report thereon dated June 6, 2023.

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.

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 June 6, 2023, 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 identification of 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 communicate any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Specific Information (Unaudited)

As required by Section 218.39(3)(c), Florida Statutes, and Section 10.554(1)(i)6, Rules of the Auditor General, the District reported:

- a. The total number of district employees compensated in the last pay period of the district's fiscal year as 0.
- b. The total number of independent contractors to whom nonemployee compensation was paid in the last month of the district's fiscal year as 5.
- c. All compensation earned by or awarded to employees, whether paid or accrued, regardless of contingency as 0.
- d. All compensation earned by or awarded to nonemployee independent contractors, whether paid or accrued, regardless of contingency as \$43,120.

- e. The District did not have any construction project with a total cost of at least \$65,000 approved by the district that is scheduled to begin on or after October 1 of the fiscal year being reported.
- f. A budget variance based on the budget adopted under Section 189.016(4), Florida Statutes, before the beginning of the fiscal year being reported if the district amends a final budget under Section 189.016(6), Florida Statutes, as disclosed in the general fund budget statement.

As required by Section 218.39(3)(c), Florida Statutes, and Section 10.554(1)(i)7, Rules of the Auditor General, the district reported:

- a. The rate or rates of non-ad valorem special assessments imposed by the district as:

	O&M Assessment	Series 2012 Debt Service	Series 2017 Debt Service
Miomar Factory Outlet			
Phase 1-2	\$ 31,159.28	\$ 438,765.28	\$ -
East M-2	14,020.77	-	225,513.98
Parking East M-6	2,113.54	-	33,909.21
Parking East M-5	1,685.76	-	27,018.70
Parking East M-4	776.72	-	12,456.47
Parking West M-9	3,123.18	-	50,096.51
Parking West M-7	2,129.85	-	34,226.96
Outparcels			
Bark of America	1,259.78	17,739.49	-
Corkscrew Property LLC	1,513.55	20,612.07	-
Urika II Inc.	933.51	6,208.84	-
Miomar Square			
Section 35	2,592.08	-	40,940.65
Section 36	9,287.97	-	147,244.28
IDC	12,857.96	121,604.69	110,039.05
Urika	4,016.84	-	-

- b. The total amount of special assessments collected by or on behalf of the district as \$1,319,125.
- c. The total amount of outstanding bonds issued by the district and the terms of such bonds as disclosed in the notes.

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.

McDermitt Davis

Orlando, Florida
June 6, 2023



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**

Board of Supervisors
University Square Community Development District

We have examined University Square Community Development District's (the "District") compliance with the requirements of Section 218.415, Florida Statutes, during the year ended September 30, 2022. Management is responsible for the District's compliance with those requirements. Our responsibility is to express an opinion on the 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, 2022.

McDermitt Davis

Orlando, Florida
June 6, 2023

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

6

RESOLUTION 2023-07

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT HEREBY ACCEPTING THE AUDITED FINANCIAL REPORT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2022

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 2022;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT;

1. The Audited Financial Report for Fiscal Year 2022, heretofore submitted to the Board, is hereby accepted for Fiscal Year 2022, for the period ending September 30, 2022; and
2. A verified copy of said Audited Financial Report for Fiscal Year 2022 shall be attached hereto as an exhibit to this Resolution, in the District’s “Official Record of Proceedings”.

PASSED AND ADOPTED this 11th day of August, 2023.

ATTEST:

UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

7

RESOLUTION 2023-08

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT RATIFYING THE ACTION OF THE DISTRICT MANAGER IN RE-SETTING THE DATE OF THE PUBLIC HEARING ON THE PROPOSED BUDGET FOR FISCAL YEAR 2023/2024; AMENDING RESOLUTION 2023-03 TO RESET THE HEARING THEREON; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the University Square Community Development District (“District”) is a local unit of special-purpose government created and existing pursuant to Chapter 190, Florida Statutes; and

WHEREAS, on May 11, 2023, at a duly noticed public meeting, the District’s Board of Supervisors (“Board”) adopted Resolution 2023-03, approving the proposed budget for Fiscal Year 2023/2024 and setting a public hearing on the proposed budget for August 10, 2023 at 11:30 a.m., at Miromar Development Corporation, 10801 Corkscrew Road, Suite 305, Estero, Florida 33928; and

WHEREAS, because the Board was unable to ensure a quorum on that previously scheduled date, the District Manager rescheduled the date of the public hearing to August 11, 2023 at 2:30 p.m., at the same location as set forth in Resolution 2023-03, and the District Manager has caused the notice of the public hearing with the new date to be published consistent with the requirements of Chapter 190, Florida Statutes; and

WHEREAS, the Board desires to ratify the District Manager’s action in re-setting the public hearing.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT:

SECTION 1. RATIFICATION OF PUBLIC HEARING DATE RESET. The actions of the District manager in resetting the public hearing and the District Secretary in publishing the notice of public hearing are hereby ratified. Resolution 2023-03 is hereby amended to reflect that the public hearing as declared in Resolution 2023-03 is re-set to August 11, 2023 at 2:30 p.m., at Miromar Development Corporation, 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.

SECTION 2. RESOLUTION 2023-03 OTHERWISE REMAINS IN FULL FORCE AND EFFECT. Except as otherwise provided herein, all of the provisions of Resolution 2023-03 continue in full force and effect.

SECTION 3. SEVERABILITY. The invalidity or unenforceability of any one or more provisions of this Resolution shall not affect the validity or enforceability of the remaining portions of this Resolution, or any part thereof.

SECTION 4. EFFECTIVE DATE. This Resolution shall take effect upon its passage and adoption by the Board.

PASSED AND ADOPTED this 11th day of August, 2023.

ATTEST:

**UNIVERSITY SQUARE COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

8A

News-Press.

Public Notice

Originally published at news-press.com on 07/24/2023

UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT NOTICE OF PUBLIC HEARING TO CONSIDER THE ADOPTION OF THE FISCAL YEAR 2023/2024 BUDGET; AND NOTICE OF REGULAR BOARD OF SUPERVISORS' MEETING. The Board of Supervisors (Board) of the University Square Community Development District (District) will hold a public hearing on August 11, 2023 at 2:30 p.m., at the offices of Miromar Development Corporation, 10801 Corkscrew Road, Suite 305, Estero, Florida 33928 for the purpose of hearing comments and objections on the adoption of the proposed budget (Proposed Budget) of the District for the fiscal year beginning October 1, 2023 and ending September 30, 2024 (Fiscal Year 2023/2024). A regular board meeting of the District will also be held at that time where the Board may consider any other business that may properly come before it. A copy of the agenda and Proposed Budget may be obtained by contacting the offices of the District Manager, Wrathell, Hunt and Associates, LLC, by mail at 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 or by phone at (561) 571-0010 (District Manager's office), during normal business hours, or by visiting the District's website, <http://universitysquarecdd.net/>. The public hearing and meeting are open to the public and will be conducted in accordance with the provisions of Florida law. The public hearing and meeting may be continued to a date, time, and place to be specified on the record at the meeting. There may be occasions when Board Supervisors or District Staff may participate by speaker telephone. Any person requiring special accommodations at this meeting because of a disability or physical impairment should contact the District Manager's Office at least forty-eight (48) hours prior to the meeting. If you are hearing or speech impaired, please contact the Florida Relay Service by dialing 7-1-1, or 1-800-955-8771 (TTY) / 1-800-955-8770 (Voice), for aid in contacting the District Manager's Office. Each person who decides to appeal any decision made by the Board with respect to any matter considered at the public hearing or meeting is advised that person will need a record of proceedings and that accordingly, the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based. District Manager AD# 5773321 July 24, 31, 2023

News-Press.

Public Notice

Originally published at news-press.com on 07/31/2023

UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT NOTICE OF PUBLIC HEARING TO CONSIDER THE ADOPTION OF THE FISCAL YEAR 2023/2024 BUDGET; AND NOTICE OF REGULAR BOARD OF SUPERVISORS' MEETING. The Board of Supervisors (Board) of the University Square Community Development District (District) will hold a public hearing on August 11, 2023 at 2:30 p.m., at the offices of Miromar Development Corporation, 10801 Corkscrew Road, Suite 305, Estero, Florida 33928 for the purpose of hearing comments and objections on the adoption of the proposed budget (Proposed Budget) of the District for the fiscal year beginning October 1, 2023 and ending September 30, 2024 (Fiscal Year 2023/2024). A regular board meeting of the District will also be held at that time where the Board may consider any other business that may properly come before it. A copy of the agenda and Proposed Budget may be obtained by contacting the offices of the District Manager, Wrathell, Hunt and Associates, LLC, by mail at 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 or by phone at (561) 571-0010 (District Manager's office), during normal business hours, or by visiting the District's website, <http://universitiesquarecdd.net/>. The public hearing and meeting are open to the public and will be conducted in accordance with the provisions of Florida law. The public hearing and meeting may be continued to a date, time, and place to be specified on the record at the meeting. There may be occasions when Board Supervisors or District Staff may participate by speaker telephone. Any person requiring special accommodations at this meeting because of a disability or physical impairment should contact the District Manager's Office at least forty-eight (48) hours prior to the meeting. If you are hearing or speech impaired, please contact the Florida Relay Service by dialing 7-1-1, or 1-800-955-8771 (TTY) / 1-800-955-8770 (Voice), for aid in contacting the District Manager's Office. Each person who decides to appeal any decision made by the Board with respect to any matter considered at the public hearing or meeting is advised that person will need a record of proceedings and that accordingly, the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based. District Manager AD# 5773321 July 24, 31, 2023

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

8B

RESOLUTION 2023-09

THE ANNUAL APPROPRIATION RESOLUTION OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT (“DISTRICT”) RELATING TO THE ANNUAL APPROPRIATIONS AND ADOPTING THE BUDGET FOR THE FISCAL YEAR BEGINNING OCTOBER 1, 2023, AND ENDING SEPTEMBER 30, 2024; AUTHORIZING BUDGET AMENDMENTS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the District Manager has, prior to the fifteenth (15th) day in June, 2023, submitted to the Board of Supervisors (“**Board**”) of the University Square Community Development District a proposed budget for the for the fiscal year beginning October 1, 2023 and ending September 30, 2024 (**Fiscal Year 2023/2024**) along with an explanatory and complete financial plan for each fund of the District, pursuant to the provisions of Section 190.008(2)(a), *Florida Statutes*; and

WHEREAS, at least sixty (60) days prior to the adoption of the Proposed Budget, the District filed a copy of the Proposed Budget with the local governing authorities having jurisdiction over the area included in the District pursuant to the provisions of Section 190.008(2)(b), *Florida Statutes*; and

WHEREAS, the Board set a public hearing thereon and caused notice of such public hearing to be given by publication pursuant to Section 190.008(2)(a), *Florida Statutes*; and

WHEREAS, the District Manager posted the Proposed Budget on the District’s website at least two days before the public hearing; and

WHEREAS, Section 190.008(2)(a), *Florida Statutes*, requires that, prior to October 1st of each year, the District Board, by passage of the Annual Appropriation Resolution, shall adopt a budget for the ensuing fiscal year and appropriate such sums of money as the Board deems necessary to defray all expenditures of the District during the ensuing fiscal year; and

WHEREAS, the District Manager has prepared a Proposed Budget, whereby the budget shall project the cash receipts and disbursements anticipated during a given time period, including reserves for contingencies for emergency or other unanticipated expenditures during the fiscal year.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT:

SECTION 1. BUDGET

- a. The Board has reviewed the Proposed Budget, a copy of which is on file with the office of the District Manager and at the District’s Local Records Office, and hereby approves certain amendments thereto, as shown in Section 2 below.

- b. The Proposed Budget, attached hereto as **Exhibit “A,”** as amended by the Board, is hereby adopted in accordance with the provisions of Section 190.008(2)(a), Florida Statutes (“**Adopted Budget**”), and incorporated herein by reference; provided, however, that the comparative figures contained in the Adopted Budget may be subsequently revised as deemed necessary by the District Manager to reflect actual revenues and expenditures.
- c. The Adopted Budget, as amended, shall be maintained in the office of the District Manager and at the District’s Local Records Office and identified as “The Budget for the University Square Community Development District for the Fiscal Year Ending September 30, 2024”.
- d. The Adopted Budget shall be posted by the District Manager on the District’s official website within thirty (30) days after adoption, and shall remain on the website for at least 2 years.

SECTION 2. APPROPRIATIONS

There is hereby appropriated out of the revenues of the District, for Fiscal Year 2023/2024, the sum of \$1,320,468 to be raised by the levy of assessments and/or otherwise, which sum is deemed by the Board to be necessary to defray all expenditures of the District during said budget year, to be divided and appropriated in the following fashion:

TOTAL GENERAL FUND	\$ 79,732
TOTAL DEBT SERVICES FUND – SERIES 2012	\$ 584,250
TOTAL DEBT SERVICES FUND – SERIES 2017 (REFUNDED SERIES 2007A)	<u>\$ 656,486</u>
TOTAL ALL FUNDS	\$1,320,468

SECTION 3. BUDGET AMENDMENTS

Pursuant to Section 189.016, *Florida Statutes*, the District at any time within Fiscal Year 2023/2024 or within 60 days following the end of Fiscal Year 2023/2024 may amend its Adopted Budget for that fiscal year as follows:

- a. The Board may authorize an increase or decrease in line item appropriations within a fund by motion recorded in the minutes if the total appropriations of the fund do not increase.
- b. The District Manager or Treasurer may authorize an increase or decrease in line item appropriations within a fund if the total appropriations of the fund do not increase and if the aggregate change in the original appropriation item does not exceed \$15,000 or 15% of the original appropriation.

- c. By resolution, the Board may increase any appropriation item and/or fund to reflect receipt of any additional unbudgeted monies and make the corresponding change to appropriations or the unappropriated balance.
- d. Any other budget amendments shall be adopted by resolution and consistent with Florida law.

The District Manager or Treasurer must establish administrative procedures to ensure that any budget amendments are in compliance with this Section 3 and Section 189.016 of the Florida Statutes, among other applicable laws. Among other procedures, the District Manager or Treasurer must ensure that any amendments to budgets under subparagraphs c. and d. above are posted on the District's website within 5 days after adoption and remain on the website for at least 2 years.

SECTION 4. EFFECTIVE DATE. This Resolution shall take effect immediately upon adoption.

PASSED AND ADOPTED THIS 11TH DAY OF AUGUST, 2023.

ATTEST:

**UNIVERSITY SQUARE COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

Exhibit A: Fiscal Year 2023/2024 Budget

Exhibit A: Fiscal Year 2023/2024 Budget

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
PROPOSED BUDGET
FISCAL YEAR 2024**

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
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**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
GENERAL FUND BUDGET
FISCAL YEAR 2024**

	Fiscal Year 2023			Total Actual & Projected	Proposed Budget FY 2024
	Adopted Budget FY 2023	Actual through 3/31/2023	Projected through 9/30/2023		
REVENUES					
Assessment levy: on-roll - gross	\$ 82,892				\$ 82,898
Allowable discounts - revenue reserve	(3,316)				(3,316)
Assessment levy: on-roll - net	79,576	\$ 79,596	\$ -	\$ 79,596	79,582
Interest and miscellaneous	150	12	138	150	150
Total Revenues	79,726	79,608	138	79,746	79,732
EXPENDITURES					
Professional & Administrative Fees					
Supervisors' fees	2,000	-	2,000	2,000	2,000
FICA	306	-	306	306	306
Management/recording	33,500	16,750	16,750	33,500	33,500
Legal	5,000	413	2,500	2,913	5,000
Engineering fees	1,500	815	685	1,500	1,500
Audit	5,800	-	5,800	5,800	5,800
Assessment roll preparation	11,500	11,500	-	11,500	11,500
Trustee fees	4,080	4,080	-	4,080	4,080
Arbitrage rebate calculation	500	-	500	500	500
Bank fees	550	-	550	550	550
Postage	300	40	260	300	300
Printing & binding	500	250	250	500	500
Legal advertising	750	710	40	750	750
Annual district filing fee	175	175	-	175	175
Insurance	7,300	6,918	-	6,918	7,300
Website	705	-	705	705	705
ADA website maintenance	210	-	210	210	210
Contingencies	1,000	268	500	768	1,000
Total professional & administrative fees	75,676	41,919	31,056	72,975	75,676
Field operations					
Repairs and maintenance	4,000	6,459	2,000	8,459	4,000
Total field operations	4,000	6,459	2,000	8,459	4,000
Other fees and charges					
Property appraiser	20	-	20	20	20
Tax collector	30	20	10	30	36
Total other fees and charges	50	20	30	50	56
Total expenditures	79,726	48,398	33,086	81,484	79,732
Net increase/(decrease) of fund balance	-	31,210	(32,948)	(1,738)	-
Fund balance - beginning (unaudited)	125,371	93,998	125,208	93,998	92,260
Fund balance - ending					
Assigned					
Working capital	40,000	40,000	-	40,000	40,000
Disaster recovery	85,000	85,000	-	52,260	52,260
Unassigned	371	208	92,260	-	-
Fund balance - ending (projected)	\$ 125,371	\$ 125,208	\$ 92,260	\$ 92,260	\$ 92,260

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
DEFINITIONS OF GENERAL FUND EXPENDITURES**

EXPENDITURES

Professional services

Supervisors' fees	\$ 2,000
<p style="padding-left: 40px;">Statutorily set at \$200 (plus applicable taxes) for each meeting of the Board of Supervisors not to exceed \$4,800 for each fiscal year. The District anticipates six meetings during the fiscal year.</p>	
FICA	306
Management/recording	33,500
<p style="padding-left: 40px;">Wrathell, Hunt and Associates, LLC specializes in managing Community Development Districts in the State of Florida by combining the knowledge, skills and experience of a team of professionals to ensure compliance with all governmental requirements of the District, develop financing programs, administer the issuance of tax exempt bond financings, and finally operate and maintain the assets of the</p>	
Legal	5,000
<p style="padding-left: 40px;">Coleman, Yovanovich & Koester, P.A., provides on-going general counsel legal representation and these lawyers are confronted with issues relating to public finance, public bidding, rulemaking, open meetings, public records, real property dedications and conveyance and contracts. They provide service as "local government lawyers," realizing that this type of local government is very limited in its scope – providing infrastructure and services to development.</p>	
Engineering fees	1,500
<p style="padding-left: 40px;">Hole Montes, Inc., provides a broad array of engineering, consulting and construction services to the District, which assist in crafting sustainable solutions for the long term interests of the community while recognizing the needs of government, the environment and maintenance of the District's facilities.</p>	
Audit	5,800
<p style="padding-left: 40px;">Statutorily required for the District to undertake an independent examination of its books, records and accounting procedures.</p>	
Assessment roll preparation	11,500
<p style="padding-left: 40px;">The District has a contract with AJC Associates, Inc. to prepare the annual assessment roll.</p>	
Trustee fees	4,080
Arbitrage rebate calculation	500
<p style="padding-left: 40px;">To ensure the District's compliance with all tax regulations, annual computations are necessary to calculate the arbitrage rebate liability.</p>	
Postage	300
<p style="padding-left: 40px;">Mailing of agenda packages, overnight deliveries, correspondence, etc.</p>	
Bank fees	550
Printing & binding	500
<p style="padding-left: 40px;">Accounts payable checks, letterhead, envelopes, copies, etc.</p>	
Legal advertising	750
<p style="padding-left: 40px;">The District advertises for monthly meetings, special meetings, public hearings, bidding, etc.</p>	

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
DEFINITIONS OF GENERAL FUND EXPENDITURES**

EXPENDITURES (continued)

Annual district filing fee	175
Annual fees paid to the Department of Community Affairs.	
Insurance	7,300
The District carries Public Officials and General Liability Insurance with policies written by Preferred Governmental Insurance Trust. The limit of liability is set at \$1,000,000 (general aggregate \$2,000,000) and \$1,000,000 for Public Officials Liability.	
Website	705
Maintenance of the CDD website.	
ADA website maintenance	210
Field operations	
Repairs and maintenance	4,000
Intended to cover the cost of maintaining the District stormwater ponds and the shared outfall structure.	
Other fees & charges	
Tax Collector	36
The Tax Collector's fees are \$1.50 per parcel.	
Property appraiser	20
The Property Appraiser's fee are \$1.00 per parcel	
Total expenditures	<u>\$ 79,732</u>

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
DEBT SERVICE FUND BUDGET - SERIES 2012
FISCAL YEAR 2024**

	Fiscal Year 2023				Proposed Budget FY 2024
	Adopted Budget FY 2023	Actual through 3/31/2023	Projected through 9/30/2023	Total Actual & Projected	
REVENUES					
Assessment levy: on-roll - gross	\$ 604,409				\$ 604,409
Allowable discounts - revenue reserve	(24,176)				(24,176)
Assessment levy: on-roll - net	580,233	\$ 580,228	\$ 5	\$ 580,233	580,233
Special assessment: off-roll	4,017	4,013	4	4,017	4,017
Interest	-	1,835	-	1,835	-
Total revenues	584,250	586,076	9	586,085	584,250
EXPENDITURES					
Debt service					
Principal	415,000	-	415,000	415,000	435,000
Interest	169,250	84,625	84,625	169,250	148,500
Total expenditures	584,250	84,625	499,625	584,250	583,500
Fund balance:					
Net increase/(decrease) in fund balance	-	501,451	(501,451)	1,835	750
Beginning fund balance (unaudited)	94,841	95,171	596,622	95,171	94,841
Ending fund balance (projected)	\$ 94,841	\$ 596,622	\$ 95,171	\$ 97,006	95,591
Use of fund balance					
Interest expense - November 1, 2024					(63,375)
Projected fund balance surplus/(deficit) as of September 30, 2024					\$ 32,216

University Square
 Community Development District
 Series 2012
 \$6,735,000

Amortization Schedule

Date	Principal	Int. Rate	Interest	Total P+I
11/01/2023	-	-	74,250.00	74,250.00
05/01/2024	435,000.00	5.00%	74,250.00	509,250.00
11/01/2024	-	-	63,375.00	63,375.00
05/01/2025	460,000.00	5.00%	63,375.00	523,375.00
11/01/2025	-	-	51,875.00	51,875.00
05/01/2026	480,000.00	5.00%	51,875.00	531,875.00
11/01/2026	-	-	39,875.00	39,875.00
05/01/2027	505,000.00	5.00%	39,875.00	544,875.00
11/01/2027	-	-	27,250.00	27,250.00
05/01/2028	530,000.00	5.00%	27,250.00	557,250.00
11/01/2028	-	-	14,000.00	14,000.00
05/01/2029	560,000.00	5.00%	14,000.00	574,000.00
Total	\$2,970,000.00	-	\$541,250.00	\$3,511,250.00

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
DEBT SERVICE FUND BUDGET: SERIES 2017 (REFUNDED SERIES 2007A)
FISCAL YEAR 2024**

	Fiscal Year 2023				Proposed Budget FY 2024
	Adopted Budget FY 2023	Actual through 3/31/2023	Projected through 9/30/2023	Total Actual & Projected	
REVENUES					
Assessment levy: on-roll - gross	\$ 683,840				\$ 683,840
Allowable discounts - revenue reserve	(27,354)				(27,354)
Assessment levy: on-roll - net	656,486	\$ 656,477	\$ 9	\$ 656,486	656,486
Interest	-	2,350	-	2,350	-
Total revenues	<u>656,486</u>	<u>658,827</u>	<u>9</u>	<u>658,836</u>	<u>656,486</u>
EXPENDITURES					
Debt service					
Principal	380,000	-	380,000	380,000	390,000
Interest	276,486	138,243	138,243	276,486	263,262
Total expenditures	<u>656,486</u>	<u>138,243</u>	<u>518,243</u>	<u>656,486</u>	<u>653,262</u>
Excess/(deficiency) of revenues over/(under) expenditures	-	520,584	(518,234)	2,350	3,224
Beginning fund balance (unaudited)	322,108	322,655	843,239	322,655	325,005
Ending fund balance (projected)	<u>\$ 322,108</u>	<u>\$ 843,239</u>	<u>\$ 325,005</u>	<u>\$ 325,005</u>	<u>328,229</u>
Use of fund balance					
Debt service reserve account balance (required)					(100,949)
Interest expense - November 1, 2024					(124,845)
Projected fund balance surplus/(deficit) as of September 30, 2024					<u>\$ 102,435</u>

University Square
Community Development District
Series 2017
\$ 9,595,000

Amortization Schedule

Date	Principal	Int. Rate	Interest	Total P+I
11/01/2023	-	-	131,631.00	131,631.00
05/01/2024	390,000.00	3.480%	131,631.00	521,631.00
11/01/2024	-	-	124,845.00	124,845.00
05/01/2025	405,000.00	3.480%	124,845.00	529,845.00
11/01/2025	-	-	117,798.00	117,798.00
05/01/2026	420,000.00	3.480%	117,798.00	537,798.00
11/01/2026	-	-	110,490.00	110,490.00
05/01/2027	435,000.00	3.480%	110,490.00	545,490.00
11/01/2027	-	-	102,921.00	102,921.00
05/01/2028	450,000.00	3.480%	102,921.00	552,921.00
11/01/2028	-	-	95,091.00	95,091.00
05/01/2029	465,000.00	3.480%	95,091.00	560,091.00
11/01/2029	-	-	87,000.00	87,000.00
05/02/2030	480,000.00	3.480%	87,000.00	567,000.00
11/01/2030	-	-	78,648.00	78,648.00
05/01/2031	500,000.00	3.480%	78,648.00	578,648.00
11/01/2031	-	-	69,948.00	69,948.00
05/01/2032	515,000.00	3.480%	69,948.00	584,948.00
11/01/2032	-	-	60,987.00	60,987.00
05/01/2033	535,000.00	3.480%	60,987.00	595,987.00
11/01/2033	-	-	51,678.00	51,678.00
05/01/2034	555,000.00	3.480%	51,678.00	606,678.00
11/01/2034	-	-	42,021.00	42,021.00
05/01/2035	570,000.00	3.480%	42,021.00	612,021.00
11/01/2035	-	-	32,103.00	32,103.00
05/01/2036	595,000.00	3.480%	32,103.00	627,103.00
11/01/2036	-	-	21,750.00	21,750.00
05/01/2037	615,000.00	3.480%	21,750.00	636,750.00
11/01/2037	-	-	11,049.00	11,049.00
05/01/2038	635,000.00	3.480%	11,049.00	646,049.00
Total	7,565,000.00		2,275,920.00	9,840,920.00

**University Square
Community Development District
2023 - 2024 Final Assessments**

2012 Series Bond Issue

**Lee County
5 years remaining**

Bond Designation	Acres	Debt Service Assessment	O & M Assessment	Total Assessment	Outstanding Principal after 2023-2024 tax payment
Miromar Factory Outlet Phase 1-2	34.38	\$ 435,495.36	\$ 30,951.63	\$ 466,446.99	\$ 1,826,546.09
Outpares					
Bank of America	1.39	\$ 17,607.29	\$ 1,251.39	\$ 18,858.68	\$ 73,847.09
Corkscrew Property LLC	1.67	\$ 20,458.46	\$ 1,503.47	\$ 21,961.93	\$ 85,807.22
Urika II Inc	1.03	\$ 6,162.57	\$ 927.29	\$ 7,089.86	\$ 25,846.86
Urika net (paid by developer)		\$ 3,986.90		\$ 3,986.90	\$ 16,720.86
IDC	14.187	\$ 120,698.42	\$ 12,772.27	\$ 133,470.69	\$ 506,231.90
rounding					\$ (0.02)
Total	52.657	\$ 604,409.00	\$ 47,406.05	\$ 651,815.05	\$ 2,535,000.00

O&M current year per acre	\$ 900.28
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**University Square
Community Development District
2023 - 2024 Final Assessments**

2017 Series Bond Issue

**Lee County
14 years remaining**

Bond Designation	Acres	Debt Service Assessment	O & M Assessment	Total Assessment	Outstanding Principal after 2023-2024 tax payment
Miromar Factory Outlet					
East M-2	15.47	\$ 226,306.30	\$ 13,927.33	\$ 240,233.63	\$ 2,374,455.58
Parking East M-6	2.332	\$ 34,028.35	\$ 2,099.45	\$ 36,127.80	\$ 357,032.95
Parking East M-5	1.86	\$ 27,113.63	\$ 1,674.52	\$ 28,788.15	\$ 284,482.18
Parking East M-4	0.857	\$ 12,500.23	\$ 771.54	\$ 13,271.77	\$ 131,155.17
Parking West M-9	3.446	\$ 50,272.52	\$ 3,102.36	\$ 53,374.88	\$ 527,470.36
Parking West M-7	2.35	\$ 34,347.21	\$ 2,115.66	\$ 36,462.87	\$ 360,378.50
Miromar Square					
Section 35	2.86	\$ 41,084.49	\$ 2,574.80	\$ 43,659.29	\$ 431,067.52
Section 36	10.248	\$ 147,761.61	\$ 9,226.07	\$ 156,987.68	\$ 1,550,347.38
IDC		\$ 110,425.66		\$ 110,425.66	\$ 1,158,610.36
rounding					\$ -
Total	39.423	\$ 683,840.00	\$ 35,491.73	\$ 719,331.73	\$ 7,175,000.00

O&M current year per acre	\$ 900.28
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UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

9

RESOLUTION 2023-10

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT MAKING A DETERMINATION OF BENEFIT AND IMPOSING SPECIAL ASSESSMENTS FOR FISCAL YEAR 2023/2024; PROVIDING FOR THE COLLECTION AND ENFORCEMENT OF SPECIAL ASSESSMENTS; CERTIFYING AN ASSESSMENT ROLL; PROVIDING FOR AMENDMENTS TO THE ASSESSMENT ROLL; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the University Square Community Development District (“**District**”) is a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes* for the purpose of providing, operating and maintaining infrastructure improvements, facilities and services to the lands within the District; and

WHEREAS, the District is located in Lee County, Florida (“**County**”); and

WHEREAS, the District has constructed or acquired various infrastructure improvements and provides certain services in accordance with the District’s adopted capital improvement plan and Chapter 190, *Florida Statutes*; and

WHEREAS, the Board of Supervisors (“**Board**”) of the District hereby determines to undertake various operations and maintenance and other activities described in the District’s budget (“**Adopted Budget**”) for the fiscal year beginning October 1, 2023 and ending September 30, 2024 (“**Fiscal Year 2023/2024**”), attached hereto as **Exhibit A**; and

WHEREAS, the District must obtain sufficient funds to provide for the operation and maintenance of the services and facilities provided by the District as described in the Adopted Budget; and

WHEREAS, the provision of such services, facilities, and operations is a benefit to lands within the District; and

WHEREAS, Chapter 190, *Florida Statutes*, provides that the District may impose special assessments on benefitted lands within the District; and

WHEREAS, it is in the best interests of the District to proceed with the imposition of the special assessments for operations and maintenance in the amount set forth in the Adopted Budget; and

WHEREAS, the District has previously levied an assessment for debt service, which the District desires to collect for Fiscal Year 2023/2024; and

WHEREAS, Chapter 197, *Florida Statutes*, provides a mechanism pursuant to which such special assessments may be placed on the tax roll and collected by the local tax collector

("Uniform Method"), and the District has previously authorized the use of the Uniform Method by, among other things, entering into agreements with the Property Appraiser and Tax Collector of the County for that purpose; and

WHEREAS, it is in the best interests of the District to adopt the assessment roll ("**Assessment Roll**") attached to this Resolution as **Exhibit B**, and to certify the Assessment Roll to the County Tax Collector pursuant to the Uniform Method; and

WHEREAS, it is in the best interests of the District to permit the District Manager to amend the Assessment Roll, certified to the County Tax Collector by this Resolution, as the Property Appraiser updates the property roll for the County, for such time as authorized by Florida law.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT:

SECTION 1. BENEFIT & ALLOCATION FINDINGS. The provision of the services, facilities, and operations as described in **Exhibit A** confers a special and peculiar benefit to the lands within the District, which benefits exceeds or equals the cost of the assessments. The allocation of the assessments to the specially benefitted lands is shown in **Exhibits A and B**, and is hereby found to be fair and reasonable.

SECTION 2. ASSESSMENT IMPOSITION. Pursuant to Chapters 170, 190 and 197, *Florida Statutes*, and using the procedures authorized by Florida law for the levy and collection of special assessments, a special assessment for operation and maintenance is hereby imposed and levied on benefitted lands within the District, and in accordance with **Exhibits A and B**. The lien of the special assessments for operations and maintenance imposed and levied by this Resolution shall be effective upon passage of this Resolution.

SECTION 3. COLLECTION AND ENFORCEMENT; PENALTIES; INTEREST.

- A. Tax Roll Assessments.** The operation and maintenance special assessments and previously levied debt service special assessments shall be collected at the same time and in the same manner as County taxes in accordance with the Uniform Method, as set forth in **Exhibits A and B**.
- B. Future Collection Methods.** The decision to collect special assessments by any particular method – e.g., on the tax roll or by direct bill – does not mean that such method will be used to collect special assessments in future years, and the District reserves the right in its sole discretion to select collection methods in any given year, regardless of past practices.

SECTION 4. ASSESSMENT ROLL. The District's Assessment Roll, attached to this Resolution as **Exhibit B**, is hereby certified to the County Tax Collector and shall be collected by

the County Tax Collector in the same manner and time as County taxes. The proceeds therefrom shall be paid to the University Square Community Development District.

SECTION 5. ASSESSMENT ROLL AMENDMENT. The District Manager shall keep apprised of all updates made to the County property roll by the Property Appraiser after the date of this Resolution, and shall amend the District’s Assessment Roll in accordance with any such updates, for such time as authorized by Florida law, to the County property roll. After any amendment of the Assessment Roll, the District Manager shall file the updates in the District records.

SECTION 6. SEVERABILITY. The invalidity or unenforceability of any one or more provisions of this Resolution shall not affect the validity or enforceability of the remaining portions of this Resolution, or any part thereof.

SECTION 7. EFFECTIVE DATE. This Resolution shall take effect upon the passage and adoption of this Resolution by the Board of Supervisors of the University Square Community Development District.

PASSED AND ADOPTED this 11th day of August, 2023.

ATTEST:

**UNIVERSITY SQUARE COMMUNITY
DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chair/Vice Chair, Board of Supervisors

Exhibit A: Budget
Exhibit B: Assessment Roll (Uniform Method)
Assessment Roll (Direct Collect)

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

10



AJC Associates, Inc.

Specializing in Community Development District Assessment Rolls

March 1, 2023

University Square Community Development District
c/o Chuck Adams
Wrathell, Hunt & Associates, LLC
2300 Glades Road, Suite 410W
Boca Raton, FL 33431

RE: Termination of Assessment Roll Contract with AJC Associates, Inc.

Dear Supervisors,

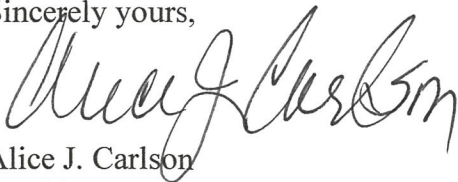
Per recital 6 of the contract between AJC Associates, Inc. and University Square Community Development District I am notifying you that I will not be renewing my contract for the fiscal year 2024.

The consulting contract states that it will automatically renew for a 12 month period if notice isn't given of termination by either myself or the district by April 1 of each year.

I will work with the accounting staff at Wrathell, Hunt & Associates, LLC for a smooth transition over the 2024 budget process and will continue to provide the services in my contract until September 30, 2023.

It has been a pleasure working with the Board, the management company and property owners.

Sincerely yours,



Alice J. Carlson
President

**AMENDMENT NO. 01 TO THE AGREEMENT FOR MANAGEMENT SERVICES BETWEEN
UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT
AND WRATHELL, HUNT AND ASSOCIATES, LLC**

THIS AMENDMENT NO. 01 (“Amendment 01”) is entered into as of this 11th day of August, 2023, by and between:

University Square Community Development District, a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes*, being situated in Lee County, Florida, and having offices at 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 (the “**District**”); and

Wrathell, Hunt and Associates, LLC, a Florida limited liability company, with a mailing address of 2300 Glades Road, Suite 410W, Boca Raton, Florida 33431 (“**Manager**” and, together with the District, the “**Parties**”).

RECITALS

WHEREAS, the District was established pursuant to Chapter 190, Florida Statutes, (the “**Statutes**”), which authorizes the District to issue bonds for the purpose, among others, of planning, financing, constructing, installing, operating, and/or maintaining certain infrastructure within or without the boundaries of the District; and

WHEREAS, the District and Manager entered into certain *Agreement for Management Services*, with University Square CDD, dated October 22, 2015, a copy of which is attached hereto and incorporated by reference herein as **Exhibit A** (the “**Agreement**”), to provide district management services for the District; and

WHEREAS, each of the parties hereto has the authority to execute Amendment 01 and to perform its obligations and duties hereunder, and each party has satisfied all conditions precedent to the execution of this First Amendment so that this First Amendment constitutes a legal and binding obligation of each party hereto.

NOW, THEREFORE, based upon good and valuable consideration and the mutual covenants of the parties, the receipt of which and sufficiency of which are hereby acknowledged, the District and the Manager agree as follows:

SECTION 1. The Agreement is hereby affirmed and continues to constitute a valid and binding agreement between the parties. Except as described in Section 2 of Amendment 01, nothing herein shall modify the rights and obligations of the parties under the Agreement. All of the remaining provisions, including, but not limited to, the engagement of services, indemnification and sovereign immunity provisions, remain in full effect and fully enforceable.

SECTION 2. The Agreement is hereby amended as follows:

A. The Services Agreement is hereby amended to add the provision of Assessment Roll Management Services pursuant to the Assessment Roll Management Proposal and Scope of Services attached hereto as **Exhibit B**. As compensation for the Assessment Roll Services, the District agrees to pay Manager the annual fee of Eleven Thousand Five Hundred Dollars (\$11,500).

SECTION 3. To the extent that the terms of the Agreement conflict with the terms set forth in Section 2 above, the terms of this First Amendment shall control.

SECTION 4. All other terms of the Agreement shall remain in full force and effect and are hereby ratified.

IN WITNESS WHEREOF, the parties hereto have signed this First Amendment to the Agreement on the day and year first written above.

Attest:

**UNIVERSITY SQUARE COMMUNITY
DEVELOPMENT DISTRICT**

Secretary

Chair/Vice Chair, Board of Supervisors

Attest:

WRATHELL, HUNT AND ASSOCIATES, LLC

Print Name: _____

Name: _____

Title: _____

Exhibit A: Agreement for Management Services

Exhibit B: Assessment Roll Management Proposal and Scope of Service

Exhibit A
Agreement for Management Services



Wrathell, Hunt and Associates, LLC

AGREEMENT FOR MANAGEMENT SERVICES

**Between
University Square
Community Development District
and
Wrathell, Hunt & Associates, LLC**

THIS AGREEMENT FOR MANAGEMENT SERVICES (this "Agreement"), is made and entered into on this 22 day of OCTOBER 2015, by and between the University Square Community Development District, hereinafter referred to as "DISTRICT", and the firm of *Wrathell, Hunt & Associates, LLC*, a Florida limited liability company, hereinafter referred to as "MANAGER".

WITNESSETH:

WHEREAS, the DISTRICT desires to retain the MANAGER to provide non-exclusive management, recording, assessment methodology and accounting advisory services for the DISTRICT, as required to meet the needs of the DISTRICT during the contract period; and

WHEREAS, the MANAGER desires to provide such services to the DISTRICT as more particularly described in this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreements expressed herein, and other good and valuable consideration, the receipt and adequacy of which are hereby conclusively acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

1. The DISTRICT hereby engages the MANAGER to provide the services more particularly described in Exhibit A attached hereto and incorporated herein by this reference (collectively, the "Services").
2. The DISTRICT agrees to compensate the MANAGER by payment of the fees (collectively, the "Fees") set forth in the fee schedule attached hereto as Exhibit B and incorporated herein by this reference (the "Fee Schedule"). The Fees, except as otherwise provided on the Fee Schedule, shall be payable in equal monthly installments on the first day of each month. The DISTRICT will consider price adjustments at the end of the fiscal year of the DISTRICT in effect upon the commencement of this Agreement and each succeeding twelve (12)-month period thereafter to compensate for market conditions and the anticipated type and scope of the Services to be performed during the next twelve (12)-month period. Accordingly, the Fees and the Fee Schedule shall be deemed increased at the end of the fiscal year of the DISTRICT in effect upon the commencement of this Agreement and thereafter annually at the end of each succeeding fiscal year to the extent approved in the annual budget adopted by the Board of Supervisors of the DISTRICT (the "Board"). In no event shall the Fees be increased to an amount which exceeds the amount of funds approved for the Services in the applicable budget adopted by the Board.



Wrathell, Hunt and Associates, LLC

3. This Agreement shall become effective on the date set forth above and the term of this Agreement shall commence on such date and continue until this Agreement is terminated pursuant to the terms of this Section 3. This Agreement may be terminated as follows:
 - a) by the DISTRICT for "good cause", which shall include misfeasance, malfeasance, nonfeasance by the MANAGER, or failure of the MANAGER to perform the Services as required under this Agreement, if such misfeasance, malfeasance, nonfeasance or failure to perform the Services as required under this Agreement has not been cured within ten (10) business days after the DISTRICT has provided notice of same to the MANAGER (the "Cure Period"), upon providing ten (10) business days prior written notice to the MANAGER (which period shall not begin to run until the expiration of the Cure Period);
 - b) upon the dissolution or court-declared invalidity of the DISTRICT; or
 - c) by either party, for any reason, by providing sixty (60) days prior written notice to the other party.

Upon the termination of this Agreement, the MANAGER agrees to take all reasonable and necessary actions to transfer to the DISTRICT, or to such other party as directed by the DISTRICT, all the books and records of the DISTRICT in the MANAGER's possession in an orderly fashion. The portion of the Fees and any other amounts due and owing to the MANAGER under this Agreement up to the effective date of the termination of this Agreement shall be due and payable immediately upon the termination of this Agreement. The DISTRICT's obligation to make payment to the MANAGER of the portion of the Fees and any other amounts due and owing to MANAGER under this Agreement up to the effective date of the termination shall survive the termination of this Agreement.

4. The MANAGER shall devote such time as is reasonably necessary to perform the Services.
5. The MANAGER represents that it presently has no interest and shall acquire no interest, either direct or indirect, which would conflict in any manner with the performance of the Services, as provided for in the standard set forth in Section 112.311, Florida Statutes. The MANAGER further represents that no person having any such interest shall be employed by the MANAGER to perform the Services or any portion thereof.
6. The MANAGER shall promptly notify the DISTRICT in writing of all potential conflicts of interest for any prospective business association, interest or other circumstance which may influence or appear to influence the MANAGER'S judgment or quality of the Services being provided hereunder. Such written notification shall identify the prospective business association, interest or circumstance, identify the nature of work that the MANAGER may undertake, if applicable, and request an opinion of the DISTRICT as to whether the association, interest or circumstance would, in the opinion of the DISTRICT, constitute a conflict of interest if entered into by the MANAGER. The DISTRICT agrees to notify the MANAGER of its opinion within thirty (30) days of receipt of any notification by the MANAGER pursuant to this Section 6. If, in the opinion of the DISTRICT, the prospective business association, interest or circumstance



Wrathell, Hunt and Associates, LLC

would not constitute a conflict of interest by the MANAGER, the DISTRICT shall so state in its opinion, and in such event (i) the association, interest, or circumstance shall not be deemed to be a conflict of interest with respect to the Services provided to the DISTRICT by the MANAGER under the terms of this Agreement, and (ii) the Manager shall be free to pursue such prospective business association, interest or circumstance. The MANAGER shall be free to perform services similar to the type of services offered to the DISTRICT as part of the Services hereunder, and any other services, for any other special purpose taxing district, developer, landowner or otherwise. Nothing in this Agreement shall be deemed to prevent the MANAGER from performing such services, or any other services, for any other special taxing district, developer, landowner or otherwise and the providing of such services shall not constitute a conflict of interest under this Agreement.

7. The MANAGER agrees that all Services shall be performed by skilled and competent personnel.
8. The DISTRICT acknowledges that the MANAGER is not an attorney and may not render legal advice or opinions. Although the MANAGER may participate in the accumulation of information necessary for use in documents required by the DISTRICT in order to finalize any particular matters, such information shall be verified by the DISTRICT as to its correctness; provided, however, that the DISTRICT shall not be required to verify the correctness of any information originated by the MANAGER in connection with the Services.
9. This Agreement shall be governed by the laws of the State of Florida. Any and all legal action necessary to enforce this Agreement will be held in the county where the DISTRICT is located. No remedy herein conferred upon any party is intended to be exclusive of any other remedy and each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or now or hereafter existing at law or in equity or by statute or otherwise. No single or partial exercise by any party of any right, power, or remedy hereunder shall preclude any other or further exercise thereof. The failure of either party to insist at any time upon the strict observance or performance of any of the provisions of this Agreement, shall not be construed as a waiver or relinquishment of the right to insist on the strict observance or performance of any or all of the other provisions of this Agreement. The failure of either party to exercise any right of remedy as provided in this Agreement, shall not impair any such right or remedy or be construed as a waiver or relinquishment of such right of remedy with respect to subsequent defaults. The provisions of this Section 9 shall survive the termination of this Agreement.
10. In any action brought by either party for the enforcement of the obligations of the other party, the prevailing party shall be entitled to recover from the non-prevailing party reasonable attorney's fees and all costs and expenses expended or incurred by the prevailing party in connection therewith, including without limitation at all trial levels and appellate levels and in post-judgment proceedings. The provisions of this Section 10 shall survive the termination of this Agreement.
11. All notices required in this Agreement shall be sent by either certified mail, return receipt requested with postage prepaid, hand-delivered, email or sent by overnight express carrier with next business day delivery guaranteed, addressed to the following addresses, or such other address as either party shall specify hereinafter in written notice to the other party:



Wrathell, Hunt and Associates, LLC

If to the Manager: Wrathell, Hunt & Associates, LLC
2300 Glades Road, Suite 410W
Boca Raton, Florida 33431
adamsc@whhassociates.com

If to the DISTRICT: University Square Community Development District
2300 Glades Road, Suite 410W
Boca Raton, Florida 33431
istaner@miromar.com and mgeschwendt@miromar.com

with a copy to: Counsel to the DISTRICT:
Coleman, Yovanovich & Koester, PA
Northern Trust Bank Building
4001 Tamiami Trail N, Suite 300
Naples, Florida 34103
gurbancic@cyklawfirm.com

Any such notice sent as referenced above shall be deemed received on the third (3rd) business day following the day sent, if sent by certified mail with postage prepaid, when delivered if hand-delivered or email, or on the next business day following the day sent, if sent by overnight express courier with next business day delivery guaranteed.

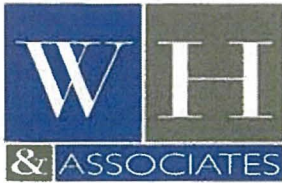
12. This Agreement contains the entire understanding and agreement between the parties concerning the subject matter hereof and supersedes all prior agreements, understandings, discussions, negotiations and undertakings, whether written or oral, between the parties, with respect thereto. This Agreement, nor any provision contained herein, may not be amended unless such amendment is set forth in a writing signed by the parties hereto.
13. Neither party to this Agreement will be liable to the other for any failure or delay in performing any of its obligations under or pursuant to this Agreement, other than the payment of money, if such failure or delay is due to any (i) strike(s), lockout(s), or labor dispute(s), (ii) inability to obtain labor or materials, or reasonable substitutes therefor, or (iii) acts of God, governmental restrictions, regulations or controls, enemy or hostile governmental action, civil commotion, wars, national emergencies, natural disasters, fire, or other casualty, utility failures or other cause (including, with respect to the MANAGER, the failure of the DISTRICT to have adequate funds required for performance of the Services) beyond the reasonable control of such applicable party, and such applicable party will be entitled to a reasonable extension of the time for performing such obligations as a result of such cause. The terms of this Section 13 shall survive the termination of this Agreement.
14. If any term or provision of this Agreement or the application thereof to any person or circumstance shall, to any extent, be invalid or unenforceable, the remainder of this Agreement, or the application of such term or provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each term and provision of this Agreement shall be valid and be enforced to the fullest extent permitted by law.



Wrathell, Hunt and Associates, LLC

15. The MANAGER shall not be liable for any acts or omissions of any previous manager(s) of the DISTRICT. Additionally, neither the MANAGER nor any its members, managers, managing members, officers, employees, agents or representatives (collectively, the "Manager Affiliates") shall be liable, responsible, or accountable in damages or otherwise to the DISTRICT for any acts performed by the MANAGER or the Manager Affiliates in good faith and within the scope of this Agreement. The MANAGER or any of the Manager Affiliates cannot provide financial or real estate feasibility forecasting related to the DISTRICT'S ability to repay its indebtedness such as bonds, bond anticipation notes, notes or any other forms of indebtedness. The success of the real estate venture(s) located within the DISTRICT is in no way guaranteed by MANAGER nor any of the Manager Affiliates. Neither the MANAGER nor any of the Manager Affiliates shall be liable to the DISTRICT or otherwise for any loss or damage resulting from the loss or impairment of funds that have been deposited into a bank account owned by the DISTRICT or otherwise titled in the name of the DISTRICT (collectively, the "District Bank Accounts") due to the failure, insolvency or suspension of a financial institution, or any loss or impairment of funds due to the invalidity of any draft, check, document or other negotiable instrument payable to the DISTRICT which is delivered to the MANAGER and deposited into any of the District Bank Accounts. The terms of this Section 15 shall survive the termination of this Agreement.
16. In connection with its services to DISTRICT, MANGER agrees to fully comply with the provisions of Section 119.0701, Florida Statutes pertaining to Florida's Public Records Law. Said compliance will include MANAGER taking appropriate and necessary steps to comply with the provisions of Section 119.0701(2)(a)-(d), Florida Statutes.
17. **Nothing contained in this Agreement, nor any acts of the parties, shall be deemed or construed to create a partnership or joint venture between the MANAGER and the DISTRICT or to cause the MANAGER to be responsible in any way for the debts or obligations of the DISTRICT. The terms of this Section 16 shall survive the termination of this Agreement.**
18. This Agreement may be executed in counterparts, both of which, together, shall constitute one and the same agreement.
19. **THE MANAGER AND THE DISTRICT EACH HEREBY KNOWINGLY AND UNCONDITIONALLY WAIVE ANY AND ALL RIGHT TO DEMAND A JURY TRIAL IN ANY ACTION FOR THE INTERPRETATION OR ENFORCEMENT OF THIS AGREEMENT. THE TERMS OF THIS SECTION 18 SHALL SURVIVE THE TERMINATION OF THIS AGREEMENT.**

[SIGNATURES APPEAR ON FOLLOWING PAGES]



Wrathell, Hunt and Associates, LLC

IN WITNESS WHEREOF, the Board of Supervisors of the University Square Community Development District has made and executed this Contract on behalf of the DISTRICT and the MANAGER have each, respectively, by an authorized person or agent, hereunder set their hands and seals effective as of the date and year first above written.

BOARD OF SUPERVISORS:

Signed in the presence of:

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT
DISTRICT**

Witnesses:

Print Name: Ricis Pomroy

Print Name: Mark Geschwendt

By:
Print Name JEFF STAMER, Chair

MANAGER:

**WRATHELL, HUNT
& ASSOCIATES, LLC**

Print Name: DEBORAH TUDOR

Print Name: DAPHNE GUILFORD

By:
Craig A. Wrathell, President & Managing
Member



Wrathell, Hunt and Associates, LLC

EXHIBIT A - SERVICES

Wrathell, Hunt & Associates, LLC will perform all required Management functions of the Community Development District (the "District"), which will include but not be limited to the following:

- Attend all meetings of the Board of Supervisors of the District (the "Board") and provide the Board with meaningful dialogue of the issues before the Board for action
- Identify significant policies, including analysis of policy implementation with administrative and impact statement and effect on the District
- Develop and train members of the Board in the requirements of Florida Laws with including with respect to, but not limited to, public officers and employees, and the conduct of District business
- Prepare District's Budget as more fully outlined below
- Implement Budget directives
- Prepare specifications for and coordinate for the following services:
 - Insurance, including General Liability along with Directors and Officers Liability
 - Independent Auditor Services
 - Such other services as may be identified from time to time
- Provide all required annual disclosure information to the local government in the county in which the District is located:
 - Public Facilities Report
 - Designation of Registered Office and Registered Agent
 - Public Meeting Schedule
 - Audited Financial Statements (assist with the preparation of same)
- Ensure compliance with the following Florida Statutes:
 - Annual Financial Audit
 - Annual Financial Report
 - Public Depositor Report
 - Proposed Budget



Wrathell, Hunt and Associates, LLC

- District Map and Amendments
- Public Facilities Report
- Registered Agent and Registered Office
- Public Meeting Schedule Notice Requirements

(The reporting requirements of Community Development Districts periodically change and *Wrathell, Hunt & Associates, LLC* will ensure that we update reporting requirements of the District as the legislature updates the reporting requirements.)

- Record all meetings of the District
- Provide Oath of Office and notary public for all newly elected members of the Board
- Coordinate and provide contract administration for any services provided to the District by outside vendors:
 - Develop service contracts for the delivery of services to the District, with the assistance of the District's Attorney
 - Ensure that contract specifications are met
 - Interface with residents and contractors to ensure that anticipated service levels are being provided
 - Prepare contract amendments and change orders as necessary
 - Ensure proper contractor billing is received
- If required, provide day-to-day management of in-house operations by performing the following:
 - Hire and train a highly qualified staff
 - Coordinate all personnel applications, benefits, and payroll and submit in an accurate and timely manner
 - Prepare and implement operating schedules
 - Prepare and implement operating policies
 - Interface with residents to ensure anticipated levels of service are being met
 - Implement internal purchasing policies
 - Prepare and bid services and commodities as necessary
- Coordinate with the residents to determine the services and levels of service to be provided as part of the District's budget preparations:



Wrathell, Hunt and Associates, LLC

- Identify new services
- Identify expanded areas of existing services
- Identify new levels of service
- Provide budget recommendations based on findings
- Establish Budget Public Hearing(s) and dates
- Establish Board workshop dates (if required)

Recording Services

Wrathell, Hunt & Associates, LLC will perform all required Recording Secretary functions of the District, which will include but not be limited to the following:

- Prepare all Board Agendas and coordinate receipt of sufficient material for Board to make informed policy decisions
- Prepare and advertise all notices of meetings in an authorized newspaper of circulation in the county in which the District is located
- Record and transcribe all meetings of the Board including regular meetings, special meetings, workshops and public hearing(s). The recording and verbatim transcription (edited for grammar) of meetings of the Board provide an essential link to maintaining a highly accurate public record. These minutes are maintained by *Wrathell, Hunt & Associates, LLC* in perpetuity for the District and sent to the appropriate governmental agencies in accordance with Florida law.
- Maintain all other District public records, including Agreements, Contracts and Resolutions in perpetuity for the District
- Maintain District Seal
- Satisfy public records requests in a timely, professional and efficient manner
- Prepare and coordinate applications for:
 - Federal I.D. Number
 - Tax Exemption Certificate
- Prepare Budget and Assessment Resolutions as required by Chapter 190, Florida Statutes



Wrathell, Hunt and Associates, LLC

- Prepare Budget Resolution approving the District Manager's Budget and authorization to set public hearing
- Prepare Budget Resolution adopting the District Manager's Budget, as modified by the Board
- Prepare Agendas for Budget Hearings and attend all Board of Supervisor meetings
- Prepare bid specifications for the purchase of services and commodities pursuant to Florida Statutes

Accounting Services

Wrathell, Hunt & Associates, LLC will perform all required accounting functions of the District, which will include but not be limited to the following:

- Prepare a Budget that achieves maximum cost-to-benefit equity for approval
- Submit a Preliminary Budget to Board in accordance with Chapter 190, Florida Statutes
- Modify Preliminary Budget for consideration by the Board at the District's advertised public hearing
- Coordinate Budget preparation with District Board, Engineer, Attorney and Collection Agent
- Attend workshop(s) and public hearing(s) and be available to answer questions by the Board and the Public
- Establish Government Fund Accounting System in accordance with the Uniform Accounting System prescribed by Department of Banking and Finance for Government Accounting, Generally Accepted Accounting Principles (GAAP) and Government Accounting Standards Board (GASB)
- Adhere to investment policies and procedures pursuant to Chapter 218, Florida Statutes
- Prepare Annual Financial Report for units of local government and distribute to the State Comptroller
- Prepare Public Depositor's Report and distribute to the State Treasurer
- Coordinate and distribute Annual Public Facilities Report and distribute to appropriate agencies



Wrathell, Hunt and Associates, LLC

- Administer purchase order system, periodic payment of invoices
- Coordination of tax collection and miscellaneous receivables
- Prepare all required schedules for year end audit:
 - Prepare schedule of bank reconciliations
 - Prepare cash and Investment confirmations for distribution to authorized Public Depositories and Trustee of District bond issues
 - Prepare analysis of accounts receivable
 - Prepare schedule of interfund accounts
 - Prepare schedule of payables from the governments
 - Prepare schedule of all prepaid expenses
 - Prepare debt confirmation schedules
 - Prepare schedule of accounts payable
 - Prepare schedule of changes in fund balances
 - Prepare schedule of assessment revenue compared to budget
 - Prepare schedule of interest income and provide reasonableness test
 - Prepare schedule of investments and accrued interest
 - Prepare analysis of all other revenue
 - Prepare analysis of interest expenses and calculate accrued interest expense at year end
 - Prepare schedule of operating transfers
 - Prepare schedule of cash receipts and cash disbursements
 - Prepare analysis of cost of development and construction in progress
 - Prepare analysis of reserves for encumbrances
 - Prepare analysis of retainages payable
 - Prepare amortization and depreciation schedules
 - Prepare general fixed asset and general long-term debt account groups
 - Perform general fixed asset accounting
 - Account for assets constructed by or donated to the District for maintenance
 - Prepare inventories of District property in accordance with the rules of the Auditor General



Wrathell, Hunt and Associates, LLC

Special Assessment Methodology Preparation Services

Wrathell, Hunt & Associates, LLC will perform all required special assessment methodology functions of the District, which will include but not be limited to the following:

- Review the District's capital improvement program
- Determine the types of special and general benefits of proposed investments
- Determine which properties within the boundaries of the Districts receive special benefits and which properties receive general benefits
- Determine a fair and reasonable apportionment of the special and peculiar benefits of the District-financed improvements among the properties deriving such benefits
- Based on the determination and apportionment of special and peculiar benefit, calculate a fair and reasonable apportionment of the responsibility to pay the non-ad valorem special assessments resulting from funding of the District's capital improvement plan
- Prepare a Special Assessment Methodology Report for consideration by the Board of the District
- Prepare an assessment roll of all assessable properties within the District
- Present the Special Assessment Methodology Report to the Board at a public meeting and answer any questions pertaining to the Report
- Prepare the Preliminary and Final Assessment Rolls
- Prepare notices advising the property owners of the completion of construction and the amount of the final assessment
- Act as primary contact to answer property owners' questions regarding the capital assessment



Wrathell, Hunt and Associates, LLC

Exhibit B – Fee Schedule

General District Items:

1. District Management, Recording, Financial Accounting and Assessment Roll Services:

FEE PROPOSED: **\$33,500 annually**
(fee will be charged beginning January 1, 2016)

2. Methodology Consultant Services:

Preparation of Assessment Methodology: **\$25,000**

For each Issuance of Bonds or placement of loans and other District indebtedness:

Issuance of bonds, and placement of loans and other District indebtedness:

FEE PROPOSED – Not to exceed \$35,000 per issue (if applicable)

The following formula shall explain this fee. The fee for the first \$5,000,000 bond issue(s) SHALL BE \$3.00/\$1,000 with a minimum fee of \$10,000. The additional fee for bond issues between \$5,000,000 and \$10,000,000 shall be \$1.00/\$1,000. The fee for bond issues over \$10,000,000 shall be \$.50/\$1,000 of the additional amount. These fees are payable at closing of the bond issue. It is expressly understood that compensation shall be contingent upon completion of financing and if for any reason a financing is not completed, there shall be no compensation owed to *Wrathell, Hunt and Associates, LLC*. For the issuance of Bond Anticipation Notes, the fee is \$10,000 per issuance.

3. Dissemination Agent Services: **\$0 annually per bond issue**

4. Out of Pocket Expenses: *Wrathell, Hunt and Associates, LLC*, shall be reimbursed for **out-of-pocket expenses** incurred in the performance of the services defined herein (i.e. photocopies, postage, mailings, long distance telephone calls, and printing and binding, etc.). *Wrathell, Hunt and Associates, LLC*, will submit monthly invoices to District for work performed and payment shall become due and payable within fifteen (15) days of receipt.

5. Additional Services: Should *Wrathell, Hunt and Associates, LLC*, be requested to provide additional functions on behalf of District, compensation for such services shall be in accordance with the terms mutually agreed to by the parties.



Wrathell, Hunt and Associates, LLC

- Coordinate with the residents to determine the services and levels of service to be provided as part of the District's budget preparations:
 - Identify new services
 - Identify expanded areas of existing services
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- Maintain all other District public records, including Agreements, Contracts and Resolutions in perpetuity for the District
- Maintain District Seal



Wrathell, Hunt and Associates, LLC

- Prepare Budget and Assessment Resolutions as required by Chapter 190, Florida Statutes
- Prepare Budget Resolution approving the District Manager's Budget and authorization to set public hearing
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- Coordinate Budget preparation with District Board, Engineer, Attorney and Collection Agent
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- Establish Government Fund Accounting System in accordance with the Uniform Accounting System prescribed by Department of Banking and Finance for Government Accounting, Generally Accepted Accounting Principles (GAAP) and Government Accounting Standards Board (GASB)
- Adhere to investment policies and procedures pursuant to Chapter 218, Florida Statutes
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- Prepare Public Depositor's Report and distribute to the State Treasurer



Wrathell, Hunt and Associates, LLC

- Coordinate and distribute Annual Public Facilities Report and distribute to appropriate agencies
- Administer purchase order system, periodic payment of invoices
- Coordination of tax collection and miscellaneous receivables
- Prepare all required schedules for year end audit:
 - Prepare schedule of bank reconciliations
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 - Prepare analysis of cost of development and construction in progress
 - Prepare analysis of reserves for encumbrances
 - Prepare analysis of retainages payable
 - Prepare amortization and depreciation schedules
 - Prepare general fixed asset and general long-term debt account groups
 - Perform general fixed asset accounting
 - Account for assets constructed by or donated to the District for maintenance



Wrathell, Hunt and Associates, LLC

- Prepare inventories of District property in accordance with the rules of the Auditor General

Special Assessment Methodology Preparation Services

Wrathell, Hunt & Associates, LLC will perform all required special assessment methodology functions of the District, which will include but not be limited to the following:

- Review the District's capital improvement program
- Determine the types of special and general benefits of proposed investments
- Determine which properties within the boundaries of the Districts receive special benefits and which properties receive general benefits
- Determine a fair and reasonable apportionment of the special and peculiar benefits of the District-financed improvements among the properties deriving such benefits
- Based on the determination and apportionment of special and peculiar benefit, calculate a fair and reasonable apportionment of the responsibility to pay the non-ad valorem special assessments resulting from funding of the District's capital improvement plan
- Prepare a Special Assessment Methodology Report for consideration by the Board of the District
- Prepare an assessment roll of all assessable properties within the District
- Present the Special Assessment Methodology Report to the Board at a public meeting and answer any questions pertaining to the Report
- Prepare the Preliminary and Final Assessment Rolls
- Prepare notices advising the property owners of the completion of construction and the amount of the final assessment
- Act as primary contact to answer property owners' questions regarding the capital assessment



Wrathell, Hunt and Associates, LLC

Exhibit B – Fee Schedule

General District Items:

1. District Management, Recording, Financial Accounting and Assessment Roll Services:

FEE PROPOSED: \$10,000 annually
(fee will be charged beginning January 1, 2016 and will be step increased as the District's business activities increase which is anticipated to occur during Fiscal Years 2016 and 2017)

2. Methodology Consultant Services:

Preparation of Assessment Methodology: **\$25,000**

For each Issuance of Bonds or placement of loans and other District indebtedness:

Issuance of bonds, and placement of loans and other District indebtedness:

FEE PROPOSED – Not to exceed \$35,000 per issue (if applicable)
The following formula shall explain this fee. The fee for the first \$5,000,000 bond issue(s) SHALL BE \$3.00/\$1,000 with a minimum fee of \$10,000. The additional fee for bond issues between \$5,000,000 and \$10,000,000 shall be \$1.00/\$1,000. The fee for bond issues over \$10,000,000 shall be \$.50/\$1,000 of the additional amount. These fees are payable at closing of the bond issue. It is expressly understood that compensation shall be contingent upon completion of financing and if for any reason a financing is not completed, there shall be no compensation owed to *Wrathell, Hunt and Associates, LLC*. For the issuance of Bond Anticipation Notes, the fee is \$10,000 per issuance.

3. Dissemination Agent Services: **\$1,000 annually per bond issue**

4. Out of Pocket Expenses: *Wrathell, Hunt and Associates, LLC*, shall be reimbursed for **out-of-pocket expenses** incurred in the performance of the services defined herein (i.e. photocopies, postage, mailings, long distance telephone calls, and printing and binding, etc.). *Wrathell, Hunt and Associates, LLC*, will submit monthly invoices to District for work performed and payment shall become due and payable within fifteen (15) days of receipt.



Wrathell, Hunt and Associates, LLC

5. Additional Services: Should *Wrathell, Hunt and Associates, LLC*, be requested to provide additional functions on behalf of District, compensation for such services shall be in accordance with the terms mutually agreed to by the parties.

Exhibit B
Assessment Roll Management Proposal and Scope of Services

Exhibit B - Assessment Roll Management Proposal and Scope of Services

Wrathell, Hunt and Associates, LLC, would like to propose the following fees for its services for the University Square Community Development District.

The fee, proposed herein, reflects the types of and the levels of services currently provided to the District by its former provider and reflects the proposed fee for Fiscal Year 2023, which would be prorated based on the actual length of service. Fees for subsequent fiscal years would be adjusted by the CPI index but, in no event, would increase by more than \$5 per annum.

Assessment Roll Management Services

FEE PROPOSED	\$11,500
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UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

UNAUDITED
FINANCIAL
STATEMENTS

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
FINANCIAL STATEMENTS
UNAUDITED
JUNE 30, 2023**

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2023**

	Major Funds				Total Governmental Funds
	General	Debt Service Series 2012	Debt Service Series 2017	Capital Project Series 2017	
ASSETS					
Suntrust - operating	\$ 104,111	\$ -	\$ -	\$ -	\$ 104,111
Investments					
Sinking	-	-	138	-	138
Revenue	-	101,655	227,529	-	329,184
Reserve	-	-	102,799	-	102,799
Interest	-	-	50	-	50
Construction	-	-	-	96,408	96,408
Total assets	<u>\$ 104,111</u>	<u>\$ 101,655</u>	<u>\$ 330,516</u>	<u>\$ 96,408</u>	<u>\$ 632,690</u>
LIABILITIES					
Liabilities:					
Accounts payable	\$ 1,000	\$ -	\$ -	\$ -	\$ 1,000
Total liabilities	<u>1,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,000</u>
Fund balances:					
Restricted for:					
Debt service	-	101,655	330,516	-	432,171
Capital projects	-	-	-	96,408	96,408
Assigned					
Working capital	40,000	-	-	-	40,000
Disaster recovery	85,000	-	-	-	85,000
Unassigned	(21,889)	-	-	-	(21,889)
Total fund balances	<u>103,111</u>	<u>101,655</u>	<u>330,516</u>	<u>96,408</u>	<u>631,690</u>
Total liabilities and fund balances	<u>\$ 104,111</u>	<u>\$ 101,655</u>	<u>\$ 330,516</u>	<u>\$ 96,408</u>	<u>\$ 632,690</u>

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
GENERAL FUND
FOR THE PERIOD ENDED JUNE 30, 2023**

	Current Month	Year to Date	Budget	% of Budget
REVENUES				
Assessment levy	\$ -	\$ 79,596	\$ 79,576	100%
Interest and miscellaneous income	1	16	150	11%
Total revenues	<u>1</u>	<u>79,612</u>	<u>79,726</u>	100%
EXPENDITURES				
Professional & administration				
Supervisors	-	-	2,000	0%
FICA	-	-	306	0%
Management/recording	2,792	25,125	33,500	75%
Legal	656	1,069	5,000	21%
Engineering	-	815	1,500	54%
Audit	6,000	6,000	5,800	103%
Assessment roll preparation	-	11,500	11,500	100%
Arbitrage rebate calculation	-	500	500	100%
Trustee	-	8,407	4,080	206%
Bank	-	-	550	0%
Postage	25	65	300	22%
Printing & binding	42	375	500	75%
Legal advertising	-	710	750	95%
Contingencies	37	382	1,000	38%
Annual district filing fee	-	175	175	100%
Insurance	-	6,918	7,300	95%
Website	705	705	705	100%
ADA website compliance	-	-	210	0%
Total professional & administration	<u>10,257</u>	<u>62,746</u>	<u>75,676</u>	83%
Field operations				
Repairs and maintenance	124	7,733	4,000	193%
Total field operations	<u>124</u>	<u>7,733</u>	<u>4,000</u>	193%
Other fees and charges				
Property appraiser	-	-	20	0%
Tax collector	-	20	30	67%
Total other fees and charges	<u>-</u>	<u>20</u>	<u>50</u>	40%
Total expenditures	<u>10,381</u>	<u>70,499</u>	<u>79,726</u>	88%
Net change in fund balances	(10,380)	9,113	-	
Fund balance - beginning	<u>113,491</u>	<u>93,998</u>	<u>125,371</u>	
Assigned				
Working capital	40,000	40,000	40,000	
Disaster recovery	85,000	85,000	85,000	
Unassigned	<u>(21,889)</u>	<u>(21,889)</u>	<u>371</u>	
Fund balance - ending	<u>\$ 103,111</u>	<u>\$ 103,111</u>	<u>\$ 125,371</u>	

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND - SERIES 2012
FOR THE PERIOD ENDED JUNE 30, 2023**

	Current Month	Year to Date	Budget	% of Budget
REVENUES				
Special assessments - on roll	\$ -	\$ 580,228	\$ 580,233	100%
Special assessments - off roll	-	4,013	4,017	100%
Interest	397	6,493	-	N/A
Total revenues	<u>397</u>	<u>590,734</u>	<u>584,250</u>	101%
EXPENDITURES				
Principal expense	-	415,000	415,000	100%
Interest expense	-	169,250	169,250	100%
Total expenditures	<u>-</u>	<u>584,250</u>	<u>584,250</u>	100%
Net change in fund balances	397	6,484	-	
Fund balance - beginning	101,258	95,171	94,841	
Fund balance - ending	<u>\$ 101,655</u>	<u>\$ 101,655</u>	<u>\$ 94,841</u>	

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
DEBT SERVICE FUND - SERIES 2017
FOR THE PERIOD ENDED JUNE 30, 2023**

	<u>Current Month</u>	<u>Year to Date</u>	<u>Budget</u>	<u>% of Budget</u>
REVENUES				
Special assessments - on roll	\$ -	\$ 656,477	\$ 656,486	100%
Interest	656	7,870	-	N/A
Total revenues	<u>656</u>	<u>664,347</u>	<u>656,486</u>	101%
EXPENDITURES				
Principal	-	380,000	380,000	100%
Interest	-	276,486	276,486	100%
Total expenditures	<u>-</u>	<u>656,486</u>	<u>656,486</u>	100%
Net change in fund balances	656	7,861	-	
Fund balance - beginning	<u>329,860</u>	<u>322,655</u>	<u>322,108</u>	
Fund balance - ending	<u><u>\$ 330,516</u></u>	<u><u>\$ 330,516</u></u>	<u><u>\$ 322,108</u></u>	

**UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
CAPITAL PROJECT FUND - SERIES 2017
FOR THE PERIOD ENDED JUNE 30, 2023**

	Current Month	Year to Date
REVENUES		
Interest	\$ 377	\$ 2,555
Total revenues	377	2,555
 EXPENDITURES		
Total expenditures	-	-
 Net change in fund balances	377	2,555
Fund balance - beginning	96,031	93,853
Fund balance - ending	\$ 96,408	\$ 96,408

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

MINUTES

DRAFT
MINUTES OF MEETING
UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

The Board of Supervisors of the University Square Community Development District held a Regular Meeting on May 11, 2023 at 12:00 p.m., at the offices of Miromar Development Corporation, 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.

Present were:

Jeffery Staner	Chair
Mark Geschwendt	Vice Chair
Rich Pomeroy	Assistant Secretary

Also present were:

Chuck Adams	District Manager
Greg Urbancic (via telephone)	District Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Adams called the meeting to order at 12:04 p.m. The Oath of Office was administered to Mr. Geschwendt before the meeting. Supervisors Geschwendt, Pomeroy and Staner were present. Two seats are vacant.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Supervisor Mark Geschwendt [Seat 3] (the following to be provided in a separate package)

Mr. Geschwendt, as an incumbent, is familiar with the following items:

- 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**

41 II. Form 1X: Amendment to Form 1, Statement of Financial Interests

42 III. Form 1F: Final Statement of Financial Interests

43 D. Form 8B: Memorandum of Voting Conflict

44

45 **FOURTH ORDER OF BUSINESS**

Consideration of Resolution 2023-01, 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

51

52 Mr. Adams recapped the results of the Landowners' Election as follows:

53 Seat 2 No Nomination 0 votes Four-year Term

54 Seat 3 Mark Geschwendt 55 votes Four-year Term

55 Seat 4 No Nomination 0 votes Two-year Term

56

57 **On MOTION by Mr. Geschwendt and seconded by Mr. Pomeroy, with all in**
58 **favor, Resolution 2023-01, Canvassing and Certifying the Results of the**
59 **Landowners' Election of Supervisors Held Pursuant to Section 190.006(2),**
60 **Florida Statutes; and Providing for an Effective Date, was adopted.**

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63 **FIFTH ORDER OF BUSINESS**

Consider Appointment to Fill Unexpired Term of Seat 2 [Term Expires November 2026] and Seat 4 [Term Expires November 2024]

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- 68 • **Administration of Oath of Office**

69 This item was deferred.

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71 **SIXTH ORDER OF BUSINESS**

Consideration of Resolution 2023-02, Designating Certain Officers of the District, and Providing for an Effective Date

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75 Mr. Adams presented Resolution 2023-02. Mr. Geschwendt nominated the following:

76 Chair Jeffery Staner

77 Vice Chair Rich Pomeroy

78 Assistant Secretary Mark Geschwendt

79 Assistant Secretary Craig Wrathell

80 No other nominations were made.

81 Prior appointments by the Board for Secretary, Treasurer and Assistant Treasurer(s)
82 remain unaffected by this Resolution.

83

84 **On MOTION by Mr. Geschwendt and seconded by Mr. Pomeroy, with all in**
85 **favor, Resolution 2023-02, Designating Certain Officers of the District, as**
86 **nominated, and Providing for an Effective Date, was adopted.**

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88

89 **SEVENTH ORDER OF BUSINESS**

Consideration of Resolution 2023-03, Approving a Proposed Budget for Fiscal Year 2023/2024 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing an Effective Date

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104 **On MOTION by Mr. Geschwendt and seconded by Mr. Staner, with all in favor,**
105 **Resolution 2023-03, Approving a Proposed Budget for Fiscal Year 2023/2024**
106 **and Setting a Public Hearing Thereon Pursuant to Florida Law for August 10,**
107 **2023 at 12:00 p.m., at the offices of Miromar Development Corporation, 10801**
108 **Corkscrew Road, Suite 305, Estero, Florida 33928; Addressing Transmittal,**
109 **Posting and Publication Requirements; Addressing Severability; and Providing**
110 **an Effective Date, was adopted.**

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113 **EIGHTH ORDER OF BUSINESS**

Consideration of Resolution 2023-04, Designating Dates, Times, and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2023/2024 and Providing for an Effective Date

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On MOTION by Mr. Pomeroy and seconded by Mr. Geschwendt, with all in favor, Resolution 2023-04, Designating Dates, Times, and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2023/2024 and Providing for an Effective Date, was adopted.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2023-05, Relating to the Amendment of the Budget for the Fiscal Year Beginning October 1, 2022 and Ending September 30, 2023; and Providing for an Effective Date

Mr. Adams presented Resolution 2023-05. This is necessary because expenses exceeded appropriations due to unforeseen expenses and to avoid a finding in the annual audit. Fund balance was used to offset overage.

On MOTION by Mr. Geschwendt and seconded by Mr. Staner, with all in favor, Resolution 2023-05, Relating to the Amendment of the Budget for the Fiscal Year Beginning October 1, 2022 and Ending September 30, 2023; and Providing for an Effective Date, was adopted.

TENTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of March 31, 2023

Mr. Adams presented the Unaudited Financial Statements as of March 31, 2023.

Regarding preparation of the assessment roll, Mr. Adams stated that Ms. Alice Carlson, of AJC Associates, Inc., is retiring. He expects this will transition to District Management’s Finance Department before the end of this year.

The financials were accepted.

ELEVENTH ORDER OF BUSINESS

Approval of Minutes

A. September 8, 2022 Public Hearing and Regular Meeting

On MOTION by Mr. Geschwendt and seconded by Mr. Pomeroy, with all in favor, the September 8, 2022 Public Hearing and Regular Meeting Minutes, as presented, were approved.

B. November 15, 2022 Landowners’ Meeting

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On MOTION by Mr. Staner and seconded by Mr. Pomeroy, with all in favor, the November 15, 2022 Landowners' Meeting, were approved.

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TWELFTH ORDER OF BUSINESS**Staff Reports**

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A. District Counsel: Coleman Yovanovich Koester

Mr. Urbancic discussed recent legislation and a bill that will require Supervisors to attend annual four-hour ethics training sessions, effective January 1, 2024. He will provide further updates, as information becomes available.

B. District Engineer: Hole Montes, Inc.

There was no report.

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

- **0 Registered Voters in District as of April 15, 2003**
- **NEXT MEETING DATE: August 10, 2023 at 11:30 A.M.**

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○ QUORUM CHECK

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THIRTEENTH ORDER OF BUSINESS**Supervisors' Requests**

181

Regarding what bank the CDD uses. Mr. Adams replied Truist Bank. He will advise Accounting to update the Unaudited Financials to reflect Truist Bank, instead of SunTrust.

A Board Member noted deficiencies in several areas surrounding the CDD and asked Mr. Adams to ask the multiple property owners to repair the wall and maintain their property.

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FOURTEENTH ORDER OF BUSINESS**Public Comments**

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There were no public comments.

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FIFTEENTH ORDER OF BUSINESS**Adjournment**

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On MOTION by Mr. Staner and seconded by Mr. Geschwendt, with all in favor, the meeting adjourned at 12:27 p.m.

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Secretary/Assistant Secretary

Chair/Vice Chair

UNIVERSITY SQUARE
COMMUNITY DEVELOPMENT DISTRICT

STAFF
REPORTS

UNIVERSITY SQUARE COMMUNITY DEVELOPMENT DISTRICT

BOARD OF SUPERVISORS FISCAL YEAR 2023/2024 MEETING SCHEDULE

LOCATION

*offices of Miromar Development Corporation
10801 Corkscrew Road, Suite 305, Estero, Florida 33928*

DATE	POTENTIAL DISCUSSION/FOCUS	TIME
May 9, 2024	Regular Meeting	12:00 PM
August 8, 2024	Public Hearing & Regular Meeting	12:00 PM