



***SEMINOLE PALMS COMMUNITY DEVELOPMENT
DISTRICT***

Advanced Meeting Package

Regular Meeting

***Monday
May 22, 2023***

11:00 a.m.

***Location:
Hilton Garden Inn
55 Town Center Blvd.,
Palm Coast, FL 32164***

Note: The Advanced Meeting Package is a working document and thus all materials are considered DRAFTS prior to presentation and Board acceptance, approval or adoption.

Seminole Palms Community Development District

250 International Parkway, Suite 208
Lake Mary FL 32746
321-263-0132

Board of Supervisors
Seminole Palms Community Development District

Dear Board Members:

The Meeting of the Board of Supervisors of the Seminole Palms Community Development District is scheduled for **Monday, May 22, 2023, at 11:00 a.m.** at **Hilton Garden Inn, 55 Town Center Blvd., Palm Coast, FL 32164.**

An advanced copy of the agenda for the meeting is attached along with associated documentation for your review and consideration. Any additional support material will be presented at the meeting.

Should you have any questions regarding the agenda, please contact me at (321) 263-0132 X-193 or dmcinnes@vestapropertyservices.com. We look forward to seeing you at the meeting.

Sincerely,

David McInnes

David McInnes
District Manager

District: **SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT**

Date of Meeting: Monday, May 22, 2023
Time: 11:00 AM
Location: Hilton Garden Inn
55 Town Center Blvd.,
Palm Coast, FL 32164

Call-in Number: + 1 (929) 205-6099
Meeting ID: 7055714830

Agenda

- I. Roll Call**
- II. Audience Comments** – *(limited to 3 minutes per individual for agenda items)*
- III. Consent Agenda**
 - A. Consideration for Approval – The Minutes of the Board of Supervisors Regular Meeting Held March 27, 2023 [Exhibit 1](#)
 - B. Consideration for Acceptance – The March 2023 Unaudited Financial Statements [Exhibit 2](#)
 - C. Consideration for Acceptance – The April 2023 Unaudited Financial Statements [Exhibit 3](#)
- IV. Business Matters**
 - A. Consideration & Adoption of **Resolution 2023-07**, Designating Registered Agent [Exhibit 4](#)
 - B. Presentation & Acceptance of the FY 2022 Audited Annual Financial Report [Exhibit 5](#)
 - C. Consideration & Adoption of **Resolution 2023-08**, Approving Proposed FY 2024 Budget & Setting Public Hearing [Exhibit 6](#)
 - D. Consideration of Vesta Property Services Field Operations Agreement – *To Be Distributed* [Exhibit 7](#)
 - E. Consideration of Acquisition of Work Product
 - F. Consideration of Form of Engineering Services Agreement – *To Be Distributed* [Exhibit 8](#)
 - G. Consideration of Work Authorization for Construction Administration (Site Work) – *To Be Distributed* [Exhibit 9](#)
 - H. Consideration of Work Authorization for Construction Administration (Citation Blvd.) – *To Be Distributed* [Exhibit 10](#)
 - I. Consideration of Partial Release of Temporary Construction Easement for Citation Blvd. [Exhibit 11](#)
 - J. Consideration of Temporary Construction Easement with the City of Palm Coast & for Citation Blvd. [Exhibit 12](#)
 - K. Consideration of Joint Maintenance Easement Agreement with the City of Palm Coast & for Citation Blvd. [Exhibit 13](#)
 - L. Reminder of Form 1’s Due Date: July 1st

V. Staff Reports

- A. District Manager
- B. District Attorney
- C. District Engineer

VI. Supervisors Requests

VII. Audience Comments – New Business – *(limited to 3 minutes per individual for non-agenda items)*

VIII. Adjournment

EXHIBIT 1

1 **MINUTES OF MEETING**

2 **SEMINOLE PALMS**

3 **COMMUNITY DEVELOPMENT DISTRICT**

4 The Regular Meeting of the Board of Supervisors of the Seminole Palms Community Development
5 District was held on Monday, March 27, 2023 at 11:35 a.m. at the Hilton Garden Inn, located at 55 Town
6 Center Boulevard, Palm Coast, FL 32164.

7 **FIRST ORDER OF BUSINESS – Roll Call**

8 Mr. McInnes called the meeting to order.

9 Present and constituting a quorum were:

10	Candice Smith	Board Supervisor, Chairwoman
11	Christopher Reese	Board Supervisor, Vice Chairman
12	Eric Morrisette	Board Supervisor, Assistant Secretary

13 Also present were:

14	David McInnes	District Manager, DPGF Management & Consulting
15	Ashley Ligas	District Counsel, Kutak Rock

16 *The following is a summary of the discussions and actions taken at the March 27, 2023 Seminole Palms*
17 *CDD Board of Supervisors Regular Meeting. Audio for this meeting is available upon public records*
18 *request.*

19 **SECOND ORDER OF BUSINESS – Audience Comments – (limited to 3 minutes per individual for**
20 **agenda items)**

21 There being none, the next item followed.

22 **THIRD ORDER OF BUSINESS – Consent Agenda**

- 23 A. Exhibit 1: Consideration for Approval – The Minutes of the Board of Supervisors Special Meeting
24 Held February 6, 2023
- 25 B. Exhibit 2: Consideration for Approval – The Minutes of the Board of Supervisors Regular Meeting
26 Held February 27, 2023
- 27 C. Exhibit 3: Consideration for Acceptance – The February 2023 Unaudited Financial Report
- 28 D. Exhibit 4: Ratification of Kutak Rock LLP Retention & Fee Agreement

29 On a MOTION by Mr. Reese, SECONDED by Mr. Morrisette, WITH ALL IN FAVOR, the Board
30 approved the Consent Agenda, for the Radiance Community Development District.

31 **FOURTH ORDER OF BUSINESS – Staff Reports**

- 32 A. District Manager
33 Mr. McInnes stated that he had nothing to report.
- 34 B. District Attorney
35 Ms. Ligas stated that he had nothing to report.
- 36 C. District Engineer
37 The District Engineer was not present.

38

39 **FIFTH ORDER OF BUSINESS – Supervisors Requests**

40 There being none, the next item followed.

41 **SIXTH ORDER OF BUSINESS – Audience Comments - New Business – (limited to 3 minutes per**
42 *individual)*

43 There being none, the next item followed.

44 **SEVENTH ORDER OF BUSINESS – Adjournment**

45 Mr. McInnes asked for final questions, comments, or corrections before requesting a motion to
46 adjourn the meeting. There being none, Mr. Reese made a motion to adjourn the meeting.

47 On a MOTION by Mr. Reese, SECONDED by Mr. Morrisette, WITH ALL IN FAVOR, the Board
48 adjourned the meeting at 11:37 a.m., for the Seminole Palms Community Development District.

49 **Each person who decides to appeal any decision made by the Board with respect to any matter considered*
50 *at the meeting is advised that person may need to ensure that a verbatim record of the proceedings is made,*
51 *including the testimony and evidence upon which such appeal is to be based.*

52 **Meeting minutes were approved at a meeting by vote of the Board of Supervisors at a publicly noticed**
53 **meeting held on May 22, 2023.**

54

Signature

Signature

Printed Name

Printed Name

55 **Title:** **Secretary** **Assistant Secretary**

Title: **Chairman** **Vice Chairman**

EXHIBIT 2

Seminole Palms Community Development District

**Financial Statements
(Unaudited)**

Period Ending

March 31, 2023

**Seminole Palms
Community Development District
BALANCE SHEET
March 31, 2023**

	GENERAL FUND
ASSETS:	
CASH	\$ 4,233
ACCOUNTS RECEIVABLE	10,586
DEPOSITS	-
PREPAID ITEMS	-
TOTAL ASSETS	\$ 14,819
 LIABILITIES & FUND BALANCE	
LIABILITIES:	
ACCOUNTS PAYABLE	\$ 14,421
 FUND BALANCES:	
NONSPENDABLE - PREPAID AND DEPOSITS	-
RESTRICTED FOR:	
DEBT SERVICE	-
CAPITAL PROJECTS	-
UNASSIGNED:	398
TOTAL LIABILITIES & FUND BALANCE	\$ 14,819

Note: GASB 34 government wide financial statements are available in the annual independent audit of the District. The audit is available on the website and upon

**Seminole Palms
Community Development District
General Fund**

Statement of Revenues, Expenditures, and Changes in Fund Balance
For the period from October 1, 2022 through March 31, 2023

	FY2023 ADOPTED BUDGET	CURRENT MONTH	ACTUAL YEAR-TO-DATE	VARIANCE (+ / -)	% OF BUDGET
REVENUE					
LANDOWNER CONTRIBUTION	\$ 117,190	\$ 7,502	\$ 29,168	(88,022)	25%
TOTAL REVENUE	117,190	7,502	29,168	(88,022)	25%
EXPENDITURES					
PROFESSIONAL & ADMINISTRATIVE					
DISTRICT MANAGEMENT, ACCOUNTING, ADMINISTRATION	20,000	1,000	6,000	(14,000)	30%
ADMINISTRATIVE SERVICES	12,750	-	-	(12,750)	0%
ACCOUNTING SERVICES	12,750	-	-	(12,750)	0%
ASSESSMENT ADMINISTRATION	2,500	-	-	(2,500)	0%
DISSEMINATION AGENT	2,000	-	-	(2,000)	0%
LEGAL	20,000	4,440	15,360	(4,640)	77%
ENGINEERING	30,000	-	-	(30,000)	0%
POSTAGE	500	-	9	(491)	2%
PRINTING & BINDING	500	-	-	(500)	0%
LEGAL ADVERTISING	6,500	-	2,325	(4,175)	36%
ANNUAL SPECIAL DISTRICT FEE	175	-	175	-	100%
GENERAL LIABILITY & POL INSURANCE	6,000	-	5,000	(1,000)	83%
BANK FEES	500	-	-	(500)	0%
WEBSITE HOSTING, ADA, MAINTENANCE	1,515	-	-	(1,515)	0%
CONTINGENCY	1,500	200	499	(1,001)	33%
TOTAL EXPENDITURES	117,190	5,640	29,368	(87,822)	25%
EXCESS OF REVENUE OVER (UNDER) EXPENDITURES	-	1,862	(200)		
FUND BALANCE - BEGINNING			598		
DECREASE IN FUND BALANCE			-		
INCREASE IN RESERVE			-		
FUND BALANCE - ENDING			\$ 398		

Seminole Palms
Community Development District
Bank Reconciliation -GF Operating Accounts
March 31, 2023

Balance Per Bank Statement	<u>\$ 4,232.77</u>
Less: Outstanding Checks	-
Less: Outstanding Deposits	
<i>Adjusted Bank Balance</i>	<u><u>\$ 4,232.77</u></u>
Beginning Bank Balance Per Books	\$ 5,538.10
Cash Receipts	3,934.92
Disbursements	(5,240.25)
<i>Balance Per Books</i>	<u><u>\$ 4,232.77</u></u>

Seminole Palms CDD
Check Register
FY2023

Date	Num	Name	Memo	Debit	Credit	BU Balance
10/01/2022						447.85
10/26/2022	10/26/22	Kolter Land Partners LLC	Payment GF 2022-08	22,201.86		22,649.71
10/31/2022				22,201.86	0.00	22,649.71
11/08/2022	1010	KE Law Group	Multiple Invoices		22,201.86	447.85
11/08/2022	00123128	Kolter Land Partners LLC	Payment GF 2022-06, 2022-07	5,471.53		5,919.38
11/16/2022	00123819	Kolter Land Partners LLC	Payment GF 2022-09, 2023-01	16,406.42		22,325.80
11/17/2022	1011	DPFG	Multiple Invoices		5,921.53	16,404.27
11/17/2022	1012	Egis Insurance Advisors, LLC	General Liability Insurance		5,000.00	11,404.27
11/17/2022	1013	FLORIDA DEPT OF ECONOMIC OPPORTUNIT	Annual District Filing Fee		175.00	11,229.27
11/17/2022	1014	KE Law Group	Multiple Invoices		9,931.42	1,297.85
11/17/2022	1015	DPFG	District Management		1,000.00	297.85
11/30/2022				21,877.95	44,229.81	297.85
12/21/2022		Kolter Land Partners LLC	Payment GF 2022-10	3,531.80		3,829.65
12/27/2022	1016	DPFG	Multiple Invoices		1,144.20	2,685.45
12/27/2022	1017	KE Law Group	Multiple Invoices		2,387.60	297.85
12/31/2022				3,531.80	3,531.80	297.85
01/31/2023						297.85
02/13/2023		Kolter Land Partners LLC		5,240.25		5,538.10
02/28/2023				5,240.25	0.00	5,538.10
03/03/2023	1018	DPFG	District Management		1,000.00	4,538.10
03/03/2023	1019	KE Law Group			4,240.25	297.85
03/23/2023	00129549	Kolter Land Partners LLC		3,934.92		4,232.77
03/31/2023				3,934.92	5,240.25	4,232.77

EXHIBIT 3

Seminole Palms Community Development District

Financial Statements
(Unaudited)

Period Ending

April 30, 2023

**Seminole Palms
Community Development District
BALANCE SHEET
April 30, 2023**

	GENERAL FUND
ASSETS:	
CASH	\$ 298
ACCOUNTS RECEIVABLE	15,425
DEPOSITS	-
PREPAID ITEMS	-
TOTAL ASSETS	\$ 15,723
 LIABILITIES & FUND BALANCE	
LIABILITIES:	
ACCOUNTS PAYABLE	\$ 15,125
 FUND BALANCES:	
NONSPENDABLE - PREPAID AND DEPOSITS	-
RESTRICTED FOR:	
DEBT SERVICE	-
CAPITAL PROJECTS	-
UNASSIGNED:	598
TOTAL LIABILITIES & FUND BALANCE	\$ 15,723

Note: GASB 34 government wide financial statements are available in the annual independent audit of the District. The audit is available on the website and upon

Seminole Palms
Community Development District
General Fund
Statement of Revenues, Expenditures, and Changes in Fund Balance
For the period from October 1, 2022 through April 30, 2023

	FY2023 ADOPTED BUDGET	CURRENT MONTH	ACTUAL YEAR-TO-DATE	VARIANCE (+ / -)	% OF BUDGET
REVENUE					
LANDOWNER CONTRIBUTION	\$ 117,190	\$ 7,623	\$ 36,791	(80,399)	31%
TOTAL REVENUE	117,190	7,623	36,791	(80,399)	31%
EXPENDITURES					
PROFESSIONAL & ADMINISTRATIVE					
DISTRICT MANAGEMENT, ACCOUNTING, ADMINISTRATION	20,000	1,000	7,000	(13,000)	35%
ADMINISTRATIVE SERVICES	12,750	-	-	(12,750)	0%
ACCOUNTING SERVICES	12,750	-	-	(12,750)	0%
ASSESSMENT ADMINISTRATION	2,500	-	-	(2,500)	0%
DISSEMINATION AGENT	2,000	-	-	(2,000)	0%
LEGAL	20,000	6,353	21,713	1,713	109%
ENGINEERING	30,000	-	-	(30,000)	0%
POSTAGE	500	-	9	(491)	2%
PRINTING & BINDING	500	-	-	(500)	0%
LEGAL ADVERTISING	6,500	-	2,395	(4,105)	37%
ANNUAL SPECIAL DISTRICT FEE	175	-	175	-	100%
GENERAL LIABILITY & POL INSURANCE	6,000	-	5,000	(1,000)	83%
BANK FEES	500	-	-	(500)	0%
WEBSITE HOSTING, ADA, MAINTENANCE	1,515	-	-	(1,515)	0%
CONTINGENCY	1,500	-	499	(1,001)	33%
TOTAL EXPENDITURES	117,190	7,353	36,791	(80,399)	31%
EXCESS OF REVENUE OVER (UNDER) EXPENDITURES	-	270	-		
FUND BALANCE - BEGINNING			598		
DECREASE IN FUND BALANCE			-		
INCREASE IN RESERVE			-		
FUND BALANCE - ENDING			\$ 598		

Seminole Palms
Community Development District
Bank Reconciliation -GF Operating Accounts
April 30, 2023

Balance Per Bank Statement	<u>\$ 4,542.34</u>
Less: Outstanding Checks	(4,244.49)
Less: Outstanding Deposits	
<i>Adjusted Bank Balance</i>	<u><u>\$ 297.85</u></u>
Beginning Bank Balance Per Books	\$ 4,232.77
Cash Receipts	2,784.16
Disbursements	(6,719.08)
<i>Balance Per Books</i>	<u><u>\$ 297.85</u></u>

Seminole Palms CDD
Check Register
FY2023

Date	Num	Name	Memo	Debit	Credit	BU Balance
10/01/2022						447.85
10/26/2022	10/26/22	Kolter Land Partners LLC	Payment GF 2022-08	22,201.86		22,649.71
10/31/2022				22,201.86	0.00	22,649.71
11/08/2022	1010	KE Law Group	Multiple Invoices		22,201.86	447.85
11/08/2022	00123128	Kolter Land Partners LLC	Payment GF 2022-06, 2022-07	5,471.53		5,919.38
11/16/2022	00123819	Kolter Land Partners LLC	Payment GF 2022-09, 2023-01	16,406.42		22,325.80
11/17/2022	1011	DPFG	Multiple Invoices		5,921.53	16,404.27
11/17/2022	1012	Egis Insurance Advisors, LLC	General Liability Insurance		5,000.00	11,404.27
11/17/2022	1013	FLORIDA DEPT OF ECONOMIC OPPORTUNIT	Annual District Filing Fee		175.00	11,229.27
11/17/2022	1014	KE Law Group	Multiple Invoices		9,931.42	1,297.85
11/17/2022	1015	DPFG	District Management		1,000.00	297.85
11/30/2022				21,877.95	44,229.81	297.85
12/21/2022		Kolter Land Partners LLC	Payment GF 2022-10	3,531.80		3,829.65
12/27/2022	1016	DPFG	Multiple Invoices		1,144.20	2,685.45
12/27/2022	1017	KE Law Group	Multiple Invoices		2,387.60	297.85
12/31/2022				3,531.80	3,531.80	297.85
01/31/2023						297.85
02/13/2023		Kolter Land Partners LLC		5,240.25		5,538.10
02/28/2023				5,240.25	0.00	5,538.10
03/03/2023	1018	DPFG	District Management		1,000.00	4,538.10
03/03/2023	1019	KE Law Group			4,240.25	297.85
03/23/2023	00129549	Kolter Land Partners LLC		3,934.92		4,232.77
03/31/2023				3,934.92	5,240.25	4,232.77
04/10/2023	0130655	Kolter Land Partners LLC	GF 2023-03, 2023-05	2,784.16		7,016.93
04/19/2023	1020	Candace Smith	BOS Meeting		200.00	6,816.93
04/19/2023	1021	DPFG	District Services / Passthru Expenses		2,274.59	4,542.34
04/19/2023	1022	KE Law Group	Legal Services		1,536.74	3,005.60
04/19/2023	1023	KILINSKI VAN WYK, PLLC	Legal Services		2,707.75	297.85
04/30/2023				2,784.16	6,719.08	297.85

EXHIBIT 4

RESOLUTION 2023-07

A RESOLUTION OF THE BOARD OF SUPERVISORS OF SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE OF THE DISTRICT, AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Seminole Palms Community Development District ("**District**") is a local unit of special-purpose government created and existing pursuant to Chapter 190, *Florida Statutes*; and

WHEREAS, the District is statutorily required to designate a registered agent and a registered office location for the purposes of accepting any process, notice, or demand required or permitting by law to be served upon the District in accordance with Section 189.014(1), *Florida Statutes*.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT:

1. **DESIGNATION OF REGISTERED AGENT.** Jere Earlywine of Kutak Rock LLP is hereby designated as Registered Agent for the District.
2. **REGISTERED OFFICE.** The District's Registered Office shall be located at c/o Kutak Rock LLP, 107 W. College Ave, Tallahassee, Florida 32311.
3. **FILING.** In accordance with Section 189.014, Florida Statutes, the District's Secretary is hereby directed to file certified copies of this resolution with the County and the Florida Department of Economic Opportunity.
4. **EFFECTIVE DATE.** This Resolution shall become effective immediately upon adoption.

PASSED AND ADOPTED this 22nd day of May, 2023.

ATTEST:

**SEMINOLE PALMS
COMMUNITY DEVELOPMENT DISTRICT**

Secretary/Assistant Secretary

Chairperson/Vice Chairperson, Board of Supervisors

EXHIBIT 5

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

FINANCIAL STATEMENTS

September 30, 2022

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
FINANCIAL STATEMENTS
September 30, 2022

CONTENTS

	<u>PAGE</u>
Independent Auditors’ Report.....	1-3
Management’s Discussion and Analysis	4-7
Government-wide Financial Statements:	
Statement of Net Position	8
Statement of Activities.....	9
Fund Financial Statements:	
Balance Sheet – General Fund.....	10
Statement of Revenues, Expenditures and Changes in Fund Balances – General Fund	11
Notes to the Financial Statements.....	12-18
Required Supplementary Information	
Statement of Revenues and Expenditures – Budget and Actual – General Fund.....	19
Notes to Required Supplementary Information	20
Independent Auditor’s Report on Compliance With the Requirements of Section 218.415, Florida Statutes, Required by Rule 10.556(10) of the Auditor General of the State of Florida	21-22
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 <i>Government Auditing Standards</i>	23
Auditor’s Management Letter Required by Chapter 10.550, <i>Florida Statutes</i>	24-26

INDEPENDENT AUDITORS' REPORT

To the Board of Supervisors
Seminole Palms Community Development District
City of Palm Coast, Florida

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Pollard Community Development District, City of Palm Coast, Florida ("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 financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District as of September 30, 2022, and the respective changes in financial position 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. 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 relating 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

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 Responsibilities for the Audit of the 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 generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for 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 judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, 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 judgment, 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 and budgetary comparison information 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 our report dated April 26, 2023, on our consideration of the Seminole Palms Community Development District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, rules, regulations, contracts, and 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the District's internal control over financial reporting and compliance.

Report on Other Legal and Regulatory Requirements

We have also issued our report dated April 26, 2023 on our consideration of the District's compliance with requirements of Section 218.415, Florida Statutes, as required by Rule 10.556(10) of the Auditor General of the State of Florida. The purpose of that report is to provide an opinion based on our examination conducted in accordance with attestation Standards established by the American Institute of Certified Public Accountants.

DiBartolomeo, McBee, Hartley & Barnes

DiBartolomeo, McBee, Hartley & Barnes, P.A.
Fort Pierce, Florida
April 26, 2023

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

MANAGEMENT'S DISCUSSION AND ANALYSIS

September 30, 2022

Our discussion and analysis of Seminole Palms Community Development District, City of Palm Coast, Florida ("District") financial performance provides an overview of the District's financial activities for the fiscal year ended September 30, 2022. Please read it in conjunction with the District's Independent Auditor's Report, basic financial statements, accompanying notes and supplementary information to the basic financial statements.

FINANCIAL HIGHLIGHTS

- The liabilities of the District exceeded its assets at the close of the most recent fiscal year resulting in a net position balance of \$598.
- The change in the District's total net position in comparison with the prior fiscal year was \$598, an increase. The key components of the District's net position and change in net position are reflected in the table in the government-wide financial analysis section.
- At September 30, 2022, the District's governmental funds reported combined ending fund balances of \$598. The general fund balance is unassigned which is available for spending at the District's discretion.

OVERVIEW OF FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as the introduction to the District's financial statements. The District's basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-Wide Financial Statements

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

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

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

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

MANAGEMENT'S DISCUSSION AND ANALYSIS

September 30, 2022

The government-wide financial statements include all governmental activities that are principally supported by developer contributions. The District does not have any business-type activities. The governmental activities of the District include the general government (management) and maintenance and operations.

Fund Financial Statements

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

Governmental Funds

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

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the District's near-term financing decisions.

Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balance provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The District maintains one individual governmental fund for external reporting. Information is presented in the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund. It is a major fund. The District adopts an annual appropriated budget for its general fund. A budgetary comparison schedule has been provided for the general fund to demonstrate compliance with the budget.

Notes to the Financial Statements

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

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

MANAGEMENT'S DISCUSSION AND ANALYSIS

September 30, 2022

GOVERNMENT WIDE FINANCIAL ANALYSIS

As noted earlier, net position may serve over time as a useful indicator of an entity's financial position. In the case of the District, assets exceeded liabilities at the close of the most recent fiscal year. A portion of the District's net position reflects its investment in capital assets (e.g. land, land improvements and infrastructure). These assets are used to provide services to residents; consequently, these assets are not available for future spending. The balance of unrestricted net position may be used to meet the District's obligations.

Key components of net position were as follows:

Statement of Net Position

Current assets	\$ 38,653
Total assets	<u>38,653</u>
Current liabilities	<u>38,055</u>
Total liabilities	<u>38,055</u>
Net position	
Unrestricted	<u>598</u>
Total net position	<u>\$ 598</u>

The District's net position increased during the most recent fiscal year. The majority of the change represents the degree to which program revenues exceeded the ongoing cost of operations.

Key elements of the District's change in net position are reflected in the following table:

Change in Net Position

Program revenues	\$ 66,059
Total revenues	<u>66,059</u>
Expenses	
General government	<u>65,461</u>
Total expenses	<u>65,461</u>
Change in net position	598
Net position - beginning of year	<u>-</u>
Net position - end of year	<u>\$ 598</u>

As noted above and in the statement of activities, the cost of all governmental activities during the fiscal year ended September 30, 2022 was \$65,461, which primarily consisted of costs associated with general expenditures and constructing and maintaining certain capital improvements of the District. The costs of the District's activities were funded by developer contributions.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

MANAGEMENT'S DISCUSSION AND ANALYSIS

September 30, 2022

GENERAL BUDGETING HIGHLIGHTS

An operating budget was adopted and maintained by the governing board for the District pursuant to the requirements of Florida Statutes. The budget is adopted using the same basis of accounting that is used in preparation of the fund financial statements. The legal level of budgetary control, the level at which expenditures may not exceed budget, is in the aggregate. Any budget amendments that increase the aggregate budgeted appropriations must be approved by the Board of Supervisors. Actual general fund expenditures did not exceed appropriations for the fiscal year ended September 30, 2022.

The variance between budgeted and actual general fund revenues is significant. The actual general fund expenditures for the current fiscal year were lower than budgeted amounts due primarily to anticipated costs which were not incurred in the current fiscal year.

ECONOMIC FACTORS, NEXT YEAR'S BUDGET AND OTHER INFORMATION

For the fiscal year 2023, the District anticipates that the cost of general operations will remain fairly constant. In connection with the District's future infrastructure maintenance and replacement plan, the District Board has included in the budget, an estimate of those anticipated future costs and has assigned a portion of current available resources for that purpose.

CONTACTING THE DISTRICT'S FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, land owners, customers, investors and creditors with a general overview of the District's finances and to demonstrate the District's accountability for the financial resources it manages and the stewardship of the facilities it maintains. If you have questions about this report or need additional financial information, contact Seminole Palms Community Development District's Finance Department at 250 International Parkway, Suite 208, Lake Mary, Florida 32746.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF NET POSITION
September 30, 2022

	GOVERNMENTAL ACTIVITIES
ASSETS	
Cash and cash equivalents	\$ 448
TOTAL ASSETS	\$ 38,653
LIABILITIES	
Accounts payable and accrued expenses	\$ 38,055
TOTAL LIABILITIES	38,055
NET POSITION	
Unrestricted	598
TOTAL NET POSITION	\$ 598

The accompanying notes are an integral part of this financial statement

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

STATEMENT OF ACTIVITIES

Year Ended September 30, 2022

Functions/Programs	Expenses	Program Revenues		Net (Expense)
		Charges for Services	Operating Contributions	Revenues and Changes in Net Position
				Governmental Activities
Governmental activities				
General government	\$ 65,461	\$ -	\$ 65,461	\$ -
Physical environment	-	-	598	598
Total governmental activities	<u>\$ 65,461</u>	<u>\$ -</u>	<u>\$ 66,059</u>	<u>598</u>
				<u>598</u>
				<u>-</u>
				<u>\$ 598</u>

The accompanying notes are an integral part of this financial statement

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
BALANCE SHEET – GOVERNMENTAL FUNDS
September 30, 2022

	<u>MAJOR FUND</u>	<u>TOTAL</u>
	<u>GENERAL</u>	<u>GOVERNMENTAL</u>
		<u>FUNDS</u>
<u>ASSETS</u>		
Cash and cash equivalents	\$ 448	\$ 448
Due from developer	38,205	38,205
TOTAL ASSETS	\$ 38,653	\$ 38,653
<u>LIABILITIES AND FUND BALANCES</u>		
LIABILITIES		
Accounts payable	\$ 38,055	\$ 38,055
TOTAL LIABILITIES	38,055	38,055
FUND BALANCES		
Unassigned	598	598
TOTAL FUND BALANCES	598	598
TOTAL LIABILITIES AND FUND BALANCES	\$ 38,653	\$ 38,653

The accompanying notes are an integral part of this financial statement

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES
IN FUND BALANCES – GOVERNMENTAL FUNDS
Year Ended September 30, 2022

	MAJOR FUND	TOTAL
	GENERAL	GOVERNMENTAL FUNDS
REVENUES		
Developer contributions	\$ 66,059	\$ 66,059
TOTAL REVENUES	66,059	66,059
EXPENDITURES		
General government	65,461	65,461
TOTAL EXPENDITURES	65,461	65,461
EXCESS REVENUES OVER (UNDER) EXPENDITURES	598	598
FUND BALANCE		
Beginning of year	-	-
End of year	\$ 598	\$ 598

The accompanying notes are an integral part of this financial statement

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE A- NATURE OF ORGANIZATION AND REPORTING ENTITY

Seminole Palms Community Development District ("District") was created on January 4, 2022 by the City Council of City of Palm Coast, Florida pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190, Florida Statutes. The Act provides among other things, the power to manage basic services for community development, 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 the Board of Supervisors ("Board"), which is composed of five members. The majority of the Board members are affiliated with the Developer. The Supervisors are elected on an at large basis by the qualified electors of the property owners within the District. The Board of Supervisors of the District exercise all powers granted to the District pursuant to Chapter 190, Florida Statutes.

The Board has the responsibility for:

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

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

NOTE B - SUMMARY OF 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 of the non-fiduciary activities of the primary government. For the most part, the effect of interfund activity has been removed from these statements.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (continued)

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

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Assessments are recognized as revenues in the year for which they are levied. Grants and similar items are 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 economic 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 government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period.

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

Assessments

Assessments are non-ad valorem assessments on benefited lands within the District. Assessments are levied to pay for the operations and maintenance of the District. The fiscal year for which annual assessments are levied begins on October 1 with discounts available for payments through February 28 and become delinquent on April 1. The District's annual assessments for operations are billed and collected by the County Tax Collector. The amounts remitted to the District are net of applicable discounts or fees and include interest on monies held from the day of collection to the day of distribution.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

Assessments (continued)

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

The District reports the following major governmental funds:

General Fund

The general fund is the general operating fund of the District. It is used to account for all financial resources except those required to be accounted for in another fund.

When both restricted and unrestricted resources are available for use, it is the government's policy to use restricted resources first for qualifying expenditures, then unrestricted resources as they are needed.

Assets, Liabilities and Net Position or Equity

Restricted Assets

These assets represent cash and investments set aside pursuant to contractual restrictions.

Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand and demand deposits (interest and non-interest bearing).

The District has elected to proceed under the Alternative Investment Guidelines as set forth in Section 218.415 (17) Florida Statutes. The District may invest any surplus public funds in the following:

- a) The Local Government Surplus Trust Funds, or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act;
- b) Securities and Exchange Commission registered money market funds with the highest credit quality rating from a nationally recognized rating agency;
- c) Interest bearing time deposits or savings accounts in qualified public depositories; direct obligations of the U.S. Treasury.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Liabilities and Net Position or Equity (continued)

Securities listed in paragraph c and d shall be invested to provide sufficient liquidity to pay obligations as they come due. In addition, surplus funds may be deposited into certificates of deposit which are insured.

The District records all interest revenue related to investment activities in the respective funds and reports investments at fair value.

Inventories and Prepaid Items

Inventories of governmental funds are recorded as expenditures when consumed rather than when purchased.

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.

Capital Assets

Capital assets, which include property, plant and equipment, and infrastructure assets (e.g., roads, sidewalks and similar items) are reported in the government activities columns in the government-wide financial statements. Capital assets are defined by the government as assets with an initial, individual cost of more than \$5,000 (amount not rounded) and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation.

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

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.

Unearned Revenue

Governmental funds report unearned revenue in connection with resources that have been received, but not yet earned.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Liabilities and Net Position or Equity (continued)

Deferred Outflows/Inflows of Resources

The statement of net position reports, as applicable, a separate section for deferred outflows of resources. Deferred outflows of resources represent a consumption of net position that applies to future reporting period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until that time. For example, the District would record deferred outflows of resources related to debit amounts resulting from current and advance refundings resulting in the defeasance of debt (i.e. when there are differences between the reacquisition price and the net carrying amount of the old debt).

The statement of net position reports, as applicable, a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to future reporting period(s) and so will not be recognized as an inflow of resources (revenue) until that time. For example, when an asset is recorded in the governmental fund financial statements, but the revenue is not available, the District reports a deferred inflow of resources until such times as the revenue becomes available.

Fund Equity/Net Position

In the fund financial statements, governmental funds report non spendable and restricted fund balance for amounts that are not available for appropriation or are legally restricted by outside parties for use for a specific purpose. Assignments of fund balance represent tentative management plans that are subject to change.

Committed fund balance - Amounts that can be used only for the specific purposes determined by a formal action (resolution) of the Board of Supervisors. Commitments may be changed or lifted only by the Board of Supervisors taking the same formal action (resolution) that imposed the constraint originally. Resources accumulated pursuant to stabilization arrangements sometimes are reported in this category.

Assigned fund balance - Includes spendable fund balance amounts that are intended to be used for specific purposes that are neither considered restricted nor committed. The Board can assign fund balance as it does when appropriating fund balance to cover differences in estimated revenue and appropriations in the subsequent year's appropriated budget. Assignments are generally temporary and normally the same formal action need not be taken to remove the assignment.

The District first uses committed fund balance, followed by assigned fund balance and then unassigned fund balance when expenditures are incurred for purposes for which amounts in any of the unrestricted fund balance classifications could be used.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Liabilities and Net Position or Equity (continued)

Fund Equity/Net Position (continued)

Net position is the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. Net position in the government-wide financial statements are categorized as net investment in capital assets, restricted or unrestricted. Net investment in capital assets represents net position related to infrastructure and property, plant and equipment. Restricted net position represents the assets restricted by the District's Bond covenants or other contractual restrictions. Unrestricted net position consists of the net position not meeting the definition of either of the other two components.

Other Disclosures

Use of Estimates

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

NOTE C - BUDGETARY INFORMATION

The District is required to establish a budgetary system and an approved Annual Budget. Annual Budgets are adopted on a basis consistent with generally accepted accounting principles for the general fund. All annual appropriations lapse at fiscal year end.

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

- a) Each year the District Manager submits to the District Board a proposed operating budget for the fiscal year commencing the following October 1.
- b) Public hearings are conducted to obtain public comments.
- c) Prior to October 1, the budget is legally adopted by the District Board.
- d) All budget changes must be approved by the District Board.
- e) The budgets are adopted on a basis consistent with generally accepted accounting principles.
- f) Unused appropriation for annually budgeted funds lapse at the end of the year.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

September 30, 2022

NOTE D – DEPOSITS

Deposits

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

NOTE E - MANAGEMENT COMPANY

The District has contracted with a management company to perform services which include financial and accounting advisory services. Certain employees of the management company also serve as officers of the District. Under the agreement, the District compensates the management company for management, accounting, financial reporting, computer and other administrative costs.

NOTE F - 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; natural disasters; and environmental remediation. The District has obtained commercial insurance from independent third parties to mitigate the costs of these risks; coverage may not extend to all situations. Settled claims from these risks have not exceeded commercial insurance coverage over the past three years.

NOTE G – CONCENTRATION

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 operations.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
STATEMENT OF REVENUES AND EXPENDITURES
BUDGET AND ACTUAL – GENERAL FUND
Year Ended September 30, 2022

	<u>* BUDGET</u>	<u>ACTUAL</u>	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES			
Developer contributions	\$ 96,175	\$ 66,059	\$ (30,116)
TOTAL REVENUES	<u>96,175</u>	<u>66,059</u>	<u>(30,116)</u>
EXPENDITURES			
Current			
General government	<u>96,175</u>	<u>65,461</u>	<u>30,714</u>
TOTAL EXPENDITURES	<u>96,175</u>	<u>65,461</u>	<u>30,714</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	<u>\$ -</u>	598	<u>\$ 598</u>
FUND BALANCES			
Beginning of year		<u>-</u>	
End of year		<u>\$ 598</u>	

* Original and final budget.

SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
NOTES TO REQUIRED SUPPLEMENTARY INFORMATION

The District is required to establish a budgetary system and an approved Annual Budget for the general fund. The District's budgeting process is based on estimates of cash receipts and cash expenditures which are approved by the Board. The budget approximates a basis consistent with accounting principles generally accepted in the United States of America (generally accepted accounting principles).

An operating budget was adopted and maintained by the governing board for the District pursuant to the requirements of Florida Statutes. The budget is adopted using the same basis of accounting that is used in preparation of the fund financial statements. The legal level of budgetary control, the level at which expenditures may not exceed budget, is in the aggregate. Any budget amendments that increase the aggregate budgeted appropriations must be approved by the Board of Supervisors, Actual general fund expenditures did not exceed appropriations for the fiscal year ended September 30, 2022.

The variance between budgeted and actual general fund revenues is significant. The actual general fund expenditures for the current fiscal year were lower than budgeted amounts due primarily to anticipated costs which were not incurred in the current fiscal year.

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 Directors
Seminole Palms Community Development District
City of Palm Coast, Florida

We have audited in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to the financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Seminole Palms Community Development District, as of September 30, 2022 and for the year ended September 30, 2022, which collectively comprise the Seminole Palms Community Development District's basic financial statements and have issued our report thereon dated April 26, 2023.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the District's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our 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 over financial reporting.

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 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.

Compliance and Other Matters

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

Purpose of this Report

This report is intended 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.

DiBartolomeo, McBee, Hartley & Barnes

DiBartolomeo, McBee, Hartley & Barnes, P.A.
Fort Pierce, Florida
April 26, 2023

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH THE REQUIREMENTS OF
SECTION 218.415, FLORIDA STATUTES, REQUIRED BY RULE 10.556(10) OF THE
AUDITOR GENERAL OF THE STATE OF FLORIDA

To the Board of Directors
Seminole Palms Community Development District
City of Palm Coast, Florida

We have examined the District's compliance with the requirements of Section 218.415, Florida Statutes with regards to the District's investments 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, 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.

This report 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, management, and the Board of Supervisors of Seminole Palms Community Development District, City of Palm Coast, Florida and is not intended to be and should not be used by anyone other than these specified parties.

DiBartolomeo, McBee, Hartley & Barnes

DiBartolomeo, McBee Hartley & Barnes, P.A.
Fort Pierce, Florida
April 26, 2023

Management Letter

To the Board of Supervisors
Seminole Palms Community Development District
City of Palm Coast, Florida

Report on the Financial Statements

We have audited the financial statements of the Seminole Palms Community Development District (“District”) as of and for the fiscal year ended September 30, 2022, and have issued our report thereon dated April 26, 2023.

Auditors’ Responsibility

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

Other Reporting Requirements

We have issued our Independent Auditors' Report on Internal Control over Financial Reporting and Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with Government Auditing Standards and Independent Accountants' 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 April 26, 2023, should be considered in conjunction with this management letter.

Prior Audit Findings

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

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. The information required is 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, require us to apply appropriate procedures and communicate the results of our determination as to whether or not the District has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify the specific condition(s) met. In connection with our audit, we determined that the District did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

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

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

Specific Information

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

- a. The total number of district employees compensated in the last pay period of the District's fiscal year as N/A.
- b. The total number of independent contractors to whom nonemployee compensation was paid in the last month of the district's fiscal year as N/A.
- c. All compensation earned by or awarded to employees, whether paid or accrued, regardless of contingency as N/A.
- d. All compensation earned by or awarded to nonemployee independent contractors, whether paid or accrued, regardless of contingency as N/A.
- e. The District does not have any construction projects with a total cost of at least \$65,000 that are scheduled to begin on or after October 1 of the fiscal year being reported.
- f. The District did not amend its final adopted budget under Section 189.016(6), Florida Statutes.

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

- a. The rate or rates of non-ad valorem special assessments imposed by the District as N/A.
- b. The total amount of special assessments collected by or on behalf of the District as N/A.
- c. The total amount of outstanding bonds issued by the district as N/A.

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 have any such findings.

Purpose of this Letter

Our management letter is intended solely for the information and use of 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.

DiBartolomeo, McBee, Hartley & Barnes

DiBartolomeo, McBee, Hartley & Barnes, P.A.
Fort Pierce, Florida
April 26, 2023

EXHIBIT 6

RESOLUTION 2023-08

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT 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.

WHEREAS, the District Manager has heretofore prepared and submitted to the Board of Supervisors (“**Board**”) of the Seminole Palms Community Development District (“**District**”) prior to June 15, 2023, a proposed budget (“**Proposed Budget**”) for the fiscal year beginning October 1, 2023 and ending September 30, 2024 (“**Fiscal Year 2023/2024**”); and

WHEREAS, the Board has considered the Proposed Budget and desires to set the required public hearing thereon.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT:

1. **PROPOSED BUDGET APPROVED.** The Proposed Budget prepared by the District Manager for Fiscal Year 2023/2024 attached hereto as **Exhibit A** is hereby approved as the basis for conducting a public hearing to adopt said Proposed Budget.

2. **SETTING A PUBLIC HEARING.** A public hearing on said approved Proposed Budget is hereby declared and set for the following date, hour and location:

DATE:	August 28, 2023
HOUR:	11:00 AM
LOCATION:	Hilton Garden Inn 55 Town Center Blvd., Palm Coast, FL 32164

3. **TRANSMITTAL OF PROPOSED BUDGET TO LOCAL GENERAL PURPOSE GOVERNMENT.** The District Manager is hereby directed to submit a copy of the Proposed Budget to Flagler County at least 60 days prior to the hearing set above.

4. **POSTING OF PROPOSED BUDGET.** In accordance with Section 189.016, *Florida Statutes*, the District’s Secretary is further directed to post the approved Proposed Budget on the District’s website at least two days before the budget hearing date as set forth in Section 2, and shall remain on the website for at least 45 days.

5. **PUBLICATION OF NOTICE.** Notice of this public hearing shall be published in the manner prescribed in Florida law.

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.

7. **EFFECTIVE DATE.** This Resolution shall take effect immediately upon adoption.

PASSED AND ADOPTED THIS 22nd DAY OF MAY, 2023.

ATTEST:

**SEMINOLE PALMS COMMUNITY
DEVELOPMENT DISTRICT**

Secretary / Assistant Secretary

Chairperson / Vice Chairperson, Board of
Supervisors

Exhibit A: Fiscal Year 2023/2024 Proposed Budget

Exhibit A

Fiscal Year 2023/2024 Proposed Budget

**SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
FISCAL YEAR 2023-2024 PROPOSED BUDGET
GENERAL FUND, OPERATIONS & MAINTENANCE (O&M)**

	FY 2023 ADOPTED BUDGET	FY 2024 PROPOSED BUDGET	VARIANCE
1 REVENUES:			
2 LANDOWNER CONTRIBUTION	\$ 117,190	\$ 234,140	\$ 116,950
3 LOT CLOSINGS (SPRINGING ASSESSMENTS) ¹	-	-	-
4 TOTAL REVENUES:	117,190	234,140	116,950
5 EXPENDITURES:			
6 ADMINISTRATIVE			
7 SUPERVISORS FEES	-	2,400	2,400
8 DISTRICT MANAGEMENT ²	20,000	20,000	-
9 ADMINISTRATIVE SERVICES ²	12,750	12,750	-
10 ACCOUNTING SERVICES ²	12,750	12,750	-
11 ASSESSMENT ADMINISTRATION ²	2,500	2,500	-
12 DISSEMINATION AGENT	2,000	2,000	-
13 LEGAL	20,000	20,000	-
14 ENGINEERING	30,000	30,000	-
15 POSTAGE	500	500	-
16 PRINTING AND BINDING	500	500	-
17 LEGAL ADVERTISING	6,500	6,500	-
18 ANNUAL SPECIAL DISTRICT FEE	175	175	-
19 GENERAL LIABILITY & POL INSURANCE	6,000	6,000	-
20 BANK FEES	500	500	-
21 WEBSITE HOSTING, ADA, MAINTENANCE	1,515	1,515	-
22 ADMIN CONTINGENCY	1,500	1,500	-
23 TOTAL ADMINISTRATIVE	117,190	119,590	2,400
24 PHYSICAL ENVIRONMENT			
25 LANDSCAPE MAINTENANCE	-	50,000	50,000
26 POND MAINTENANCE	-	18,000	18,000
28 LANDSCAPE INSPECTIONS	-	13,500	13,500
29 FIELD CONTINGENCY	-	20,000	20,000
30 TOTAL PHYSICAL ENVIORNMENT	-	101,500	101,500
31 UTILITIES			
32 STREETLIGHTS	-	13,050	13,050
33 TOTAL UTILITIES	-	13,050	13,050
34			
35 TOTAL EXPENDITURES	117,190	234,140	116,950
36			
37 TOTAL REVENUES OVER/(UNDER) EXPENDITURES	\$ -	\$ -	\$ -

Footnote:

1. O&M assessments shall immediately attach only to sold lots during Fiscal Year 2023-2024. All unsold lots owned by the developer do not receive the same level of benefit as sold lots and, accordingly, such lots shall not receive an operations and maintenance assessment
2. Total of \$2,000/per month until Bond issuance, thereafter \$4,000/month.

**SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT
FISCAL YEAR 2023-2024 PROPOSED BUDGET
O&M ASSESSMENT ALLOCATION**

Lot Type	Lots	ERU	Total ERU's	ERU %	FY2024 O&M	NET O&M per Lot¹
TH 20'	78	0.68	53.04	25.39%	\$59,454	\$762
SF 40'	79	0.96	75.84	36.31%	\$85,011	\$1,076
SF 50'	80	1.00	80.00	38.30%	\$89,674	\$1,121
Total	237		208.88	100.00%	\$234,140	

Footnote:

1. O&M assessments shall immediately attach only to sold lots during Fiscal Year 2023-2024. All unsold lots owned by the developer do not receive the same level of benefit as sold lots and, accordingly, such lots shall not receive an operations and maintenance assessment

EXHIBIT 7

EXHIBIT 8

EXHIBIT 9

EXHIBIT 10

EXHIBIT 11

Prepared By:
Jay W. Livingston, Esq.
Livingston & Sword, P.A.
391 Palm Coast Parkway SW #1
Palm Coast, FL 32137

Cross Reference: ORB 2716, Page 800

PARTIAL RELEASE OF TEMPORARY CONSTRUCTION EASEMENT

THIS PARTIAL RELEASE OF TEMPORARY CONSTRUCTION EASEMENT (“Partial Release”) is made and entered into by and between CRE-KL SEMINOLE WOODS OWNER, LLC, a Delaware limited liability company, with an address of 105 NE 1st Street, Delray Beach, Florida 33444 (“Developer”), and the SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT, a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes*, whose address is c/o DPFM Management & Consulting, LLC, 250 International Parkway, Suite 208, Lake Mary, Florida 32746 (“District”).

RECITALS

WHEREAS, the District was established pursuant to Chapter 190, *Florida Statutes*, as amended (“Act”), and is validly existing under the Constitution and laws of the State of Florida; and

WHEREAS, the Act authorizes the District to finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, and maintain certain systems, facilities, and basic infrastructure and other infrastructure improvements within or without the boundaries of the District; and

WHEREAS, the Developer and the District previously entered into that certain *Temporary Construction Easement* recorded in Official Records Book 2716, Page 800 of the Public Records of Flagler County, Florida (“Easement”) granting the District the right to perform construction on certain lands owned by the Developer; and

WHEREAS, the Developer and the District now desire to release from the Easement certain lands to be conveyed to the City of Palm Coast for the extension of Citation Boulevard identified in **EXHIBIT “A”** (“Citation Extension Land”);

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

1. **RECITALS.** The foregoing recitals are true and correct and by this reference are incorporated as a material part of this Partial Release.
2. **AUTHORIZATION.** By execution below, the undersigned represent that they have been duly authorized by the appropriate body or official of their respective entity to execute this Partial Release, that the respective parties have complied with all the requirements of law, and they have full power and authority to comply with the terms and provisions of this instrument.

3. **EFFECTIVE DATE.** The effective date of this Partial Release shall be the date first written above.

4. **COUNTERPARTS.** This Partial Release may be executed in counterparts, each of which shall constitute an original, but all taken together shall constitute one and the same document.

IN WITNESS WHEREOF, Developer and District caused this Partial Release to be executed, and to be effective as of _____, 2023:

WITNESSES:

SEMINOLE PALMS COMMUNITY
DEVELOPMENT DISTRICT

By: _____

Print Name: _____

By: _____

Print Name: _____

By: _____

Name: _____

Title: _____

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of ___ physical presence or ___ online notarization, this ____ day of _____, 2023, by _____, who is the _____ of the Seminole Palms Community Development District on behalf of the District. He/she is either ___ personally known to me or ___ produced _____ as identification.

Notary Public, State of Florida

WITNESSES:

CRE-KL SEMINOLE WOODS OWNER,
LLC

By: _____

Print Name: _____

By: _____

Print Name: _____

By: _____

Name: _____

Title: _____

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of ___ physical presence or ___ online notarization, this ____ day of _____, 2023, by _____, who is the _____ CRE-KL Seminole Woods Owner, LLC on behalf of the Company. He/she is either ___ personally known to me or ___ produced _____ as identification.

Notary Public, State of Florida

EXHIBIT "A"

CITATION EXTENSION LAND
LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN GOVERNMENT SECTIONS 20, AND 21, TOWNSHIP 12 SOUTH, RANGE 31 EAST, FLAGLER COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF PARCEL A1, LAGUNA FOREST, SECTION 64, AS RECORDED IN MAP BOOK 18, PAGE 38, PUBLIC RECORDS OF FLAGLER COUNTY, FLORIDA; THENCE N 53°30'00" E, 1142.49 FEET TO A POINT ON A LINE OF UNPLATTED LANDS DESCRIBED IN O.R.B. 2013, PAGE 589, OF THE PUBLIC RECORDS OF FLAGLER COUNTY, FLORIDA; THENCE N 74°35'46" E, 10.90 FEET TO THE POINT OF BEGINNING.

FROM THE POINT OF BEGINNING; THENCE N 53°01'58" E, 39.91 FEET TO A POINT OF CURVATURE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 734.00 FEET, A CENTRAL ANGLE OF 38°38'06" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 72°21'01" E, 485.62 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 494.94 FEET; THENCE S 88°19'56" E, 257.43 FEET TO A POINT OF CURVATURE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1310.00 FEET, A CENTRAL ANGLE OF 17°01'17" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 83°09'25" E, 387.75 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 389.18 FEET; THENCE N 74°38'46" E, 751.49 FEET TO A POINT OF CURVATURE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1060.00 FEET, A CENTRAL ANGLE OF 21°11'45" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 64°02'53" E, 389.90 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 392.14 FEET; THENCE N 53°27'01" E, 445.25 FEET TO A POINT OF CURVATURE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 734.00 FEET, A CENTRAL ANGLE OF 35°37'26" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 71°15'44" E, 449.05 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 456.37 FEET; THENCE N 89°04'27" E, 102.58 FEET TO A POINT OF CURVATURE CONCAVE NORTHERLY, HAVING A RADIUS 1395.00 FEET, A CENTRAL ANGLE OF 13°44'50" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 82°12'02" E, 333.90 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 334.71 FEET; THENCE N 03°27'46" E, 14.72 FEET; THENCE N 72°56'25" E, 233.44 FEET; THENCE N 17°58'27" E, 55.20 FEET; THENCE N 06°15'12" W, 72.27 FEET; THENCE N 05°51'41" W, 53.57 FEET; THENCE N 02°04'10" E, 57.76 FEET; THENCE N 12°25'53" E, 44.12 FEET; THENCE N 27°28'48" E, 63.05 FEET; THENCE N 23°34'44" E, 59.11 FEET; THENCE N 16°48'29" E, 18.65 FEET; THENCE S 19°06'24" E, 24.87 FEET; THENCE S 37°28'26" E, 64.41 FEET; THENCE S 57°42'05" E, 27.21 FEET; THENCE S 02°32'58" W, 16.38 FEET; THENCE S 16°54'50" E, 42.01 FEET; THENCE S 15°08'40" E, 42.45 FEET; THENCE S 01°08'35" W, 38.04 FEET; THENCE S 12°59'27" W, 55.34 FEET; THENCE S 19°40'34" W, 50.02 FEET; THENCE S 23°01'17" E, 32.91 FEET; THENCE N 81°41'23" E, 66.58 FEET; THENCE N 64°29'22" E, 32.48 FEET; THENCE N 72°36'25" E, 24.92 FEET; THENCE S 76°29'06" E, 27.88 FEET; THENCE N 72°56'25" E, 29.04 FEET; THENCE N 55°58'00" E, 26.29 FEET; THENCE N 89°57'15"

E, 26.23 FEET; THENCE N 72°56'25" E, 17.72 FEET; THENCE N 07°56'29" W, 10.13 FEET; THENCE N 72°56'25" E, 503.72 FEET; THENCE S 17°05'11" E, 100.00 FEET; THENCE S 72°56'25" W, 500.86 FEET; THENCE N 17°03'35" W, 10.00 FEET; THENCE S 72°56'25" W, 88.08 FEET; THENCE S 17°03'35" E, 15.00 FEET; THENCE S 72°56'25" W, 96.46 FEET; THENCE N 15°32'19" W, 15.01 FEET; THENCE S 72°56'25" W, 287.15 FEET; THENCE S 17°03'35" E, 15.00 FEET; THENCE S 72°56'25" W, 262.11 FEET; THENCE S 23°08'22" W, 20.45 FEET; THENCE S 74°32'21" W, 42.09 FEET; THENCE S 06°27'25" W, 42.56 FEET; THENCE S 34°37'35" W, 37.45 FEET; THENCE S 59°22'21" W, 57.74 FEET; THENCE S 89°01'51" W, 261.04 FEET; THENCE N 10°28'36" W, 53.37 FEET; THENCE N 32°04'59" W, 46.31 FEET; THENCE S 79°40'50" W, 91.71 FEET; THENCE S 89°24'49" W, 60.24 FEET; THENCE S 58°15'31" W, 41.61 FEET; THENCE S 55°41'09" W, 81.35 FEET; THENCE S 24°37'02" E, 51.43 FEET; THENCE S 02°06'13" W, 30.78 FEET; THENCE S 69°19'56" W, 53.27 FEET; THENCE S 67°21'11" W, 59.73 FEET; THENCE S 61°44'49" W, 62.69 FEET; THENCE S 02°23'33" E, 5.90 FEET; THENCE N 88°51'02" W, 56.97 FEET; THENCE S 47°52'42" W, 72.92 FEET; THENCE S 00°57'39" E, 69.04 FEET; THENCE N 86°44'57" E, 58.71 FEET; THENCE S 25°31'47" E, 13.92 FEET; THENCE S 82°19'14" E, 49.24 FEET; THENCE S 16°32'41" E, 29.01 FEET; THENCE N 71°42'04" W, 60.26 FEET; THENCE S 32°27'07" W, 81.16 FEET; THENCE S 01°03'12" W, 35.89 FEET; THENCE S 69°07'00" W, 14.53 FEET; THENCE N 69°50'09" W, 38.95 FEET; THENCE S 49°53'21" W, 38.14 FEET; THENCE S 66°05'01" W, 41.59 FEET; THENCE S 21°26'20" E, 43.97 FEET; THENCE S 41°55'06" W, 59.87 FEET; THENCE S 39°54'53" E, 63.34 FEET; THENCE S 81°24'07" W, 5.25 FEET; THENCE S 22°53'30" W, 73.22 FEET; THENCE S 11°24'15" E, 44.40 FEET; THENCE S 30°54'23" W, 38.44 FEET; THENCE S 51°41'11" W, 38.66 FEET; THENCE S 43°00'50" W, 52.23 FEET; THENCE S 31°37'01" W, 55.15 FEET; THENCE S 32°56'18" W, 38.90 FEET; THENCE S 32°54'11" W, 49.26 FEET; THENCE S 12°59'21" E, 16.02 FEET; THENCE S 66°55'25" W, 43.77 FEET; THENCE S 54°22'11" W, 21.22 FEET; THENCE N 52°14'14" W, 31.16 FEET; THENCE N 37°35'01" W, 18.20 FEET; THENCE N 07°26'11" E, 61.53 FEET; THENCE S 84°42'27" W, 107.90 FEET; THENCE S 36°02'32" W, 51.81 FEET; THENCE S 87°59'59" W, 43.00 FEET; THENCE S 31°41'46" W, 52.51 FEET; THENCE N 70°33'59" W, 22.07 FEET; THENCE N 18°01'04" W, 48.57 FEET; THENCE N 05°18'11" W, 54.87 FEET; THENCE N 36°49'15" W, 69.90 FEET; THENCE N 10°10'10" W, 31.92 FEET; THENCE S 85°57'58" E, 53.44 FEET; THENCE N 08°12'25" E, 62.57 FEET; THENCE N 79°18'02" W, 78.42 FEET; THENCE N 85°42'30" W, 72.48 FEET; THENCE N 82°46'45" W, 60.14 FEET; THENCE N 72°56'35" W, 40.40 FEET; THENCE N 19°36'56" W, 73.49 FEET; THENCE N 85°24'38" W, 89.94 FEET; THENCE S 47°54'34" W, 34.79 FEET; THENCE S 76°35'06" W, 66.59 FEET; THENCE S 49°20'21" W, 88.86 FEET; THENCE S 45°06'01" W, 65.25 FEET; THENCE S 32°02'58" W, 38.96 FEET; THENCE N 89°48'16" W, 41.19 FEET; THENCE S 66°16'29" W, 94.75 FEET; THENCE N 89°05'10" W, 48.54 FEET; THENCE N 78°51'44" W, 82.57 FEET; THENCE N 73°34'00" W, 50.25 FEET; THENCE N 75°39'50" W, 50.10 FEET; THENCE N 03°44'32" W, 23.29 FEET; THENCE S 89°16'35" W, 46.31 FEET; THENCE N 88°19'56" W, 451.29 FEET; THENCE S 72°42'09" W, 289.25 FEET; THENCE S 53°44'14" W, 40.91 FEET; THENCE N 74°35'46" W, 120.41 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED AREA CONTAINS 21.12 ACRES, MORE OR LESS.

EXHIBIT 12

Prepared By:
Jay W. Livingston, Esq.
Livingston & Sword P.A.
391 Palm Coast Parkway SW #1
Palm Coast, FL 32137

TEMPORARY CONSTRUCTION EASEMENT AGREEMENT

THIS TEMPORARY CONSTRUCTION EASEMENT AGREEMENT (“Agreement”) is made and entered this ____ day of _____, 2023, by and between the CITY OF PALM COAST, a Florida Municipal Corporation, with an address of 160 Lake Avenue, Palm Coast, FL 32164 (“City”), and the SEMINOLE PALMS COMMUNITY DEVELOPMENT DISTRICT, a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes*, whose address is c/o DPFPG Management & Consulting, LLC, 250 International Parkway, Suite 208, Lake Mary, Florida 32746 (“District”).

RECITALS

WHEREAS, the City and Kolter Group Acquisitions, LLC (“Kolter”) previously entered into that certain Seminole Palms Impact Fee Prepayment, Citation Boulevard Extension and Land Exchange Agreement, dated on or about October 29, 2021 and recorded in Official Records Book 2726, Page 844 of the Public Records of Flagler County, Florida (“Land Exchange Agreement”);

WHEREAS, Kolter assigned certain rights and obligations in the Land Exchange Agreement to the District by virtue of that certain Assignment of Rights dated April 25, 2022;

WHEREAS, the rights and obligations in the Land Exchange Agreement assigned to the District include, *inter alia*, the obligation to undertake construction of an extension of Citation Boulevard (“Citation Extension Improvements”);

WHEREAS, the City and the District entered into that certain Interlocal Agreement Regarding Citation Boulevard Extension by which the District accepted an assignment of, generally stated, all of the City rights and obligations for the solicitation and construction of the Citation Extension Improvements pursuant to the Land Exchange Agreement;

WHEREAS, the Citation Extension Improvements are being construed on certain real property owned by the City as more particularly described in the attached **EXHIBIT “A”** (“Easement Area”); and

WHEREAS, to City has agreed to grant to the District a temporary construction easement over the Easement;

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

1. **RECITALS.** The foregoing recitals are true and correct and incorporated by this reference as a material part of this Agreement.

2. **EASEMENT; AUTOMATIC TERMINATION.** The City hereby grants to the District a non-exclusive easement over, upon, under, through and across the Easement Area for ingress and egress for the construction, installation, maintenance, repair and replacement of the Citation Extension ("Easement"). District shall use all due care to protect the Easement Area and adjoining property from damage resulting from the District's use of the Easement Area. The Easement shall terminate automatically when the Citation Extension Improvements are completed and accepted by the City.

3. **DAMAGES.** In the event that the District, its respective employees, agents, assignees, contractors (or their subcontractors, employees or materialmen), or representatives cause damage to the Easement Area or to adjacent property or improvements in the exercise of the easement rights granted herein, at the District's sole cost and expense, agrees to promptly commence and diligently pursue the restoration of the same and the improvements so damaged to, as nearly as practical, the original condition and grade, including, without limitation, repair and replacement of any landscaping, hardscaping, plantings, ground cover, roadways, driveways, sidewalks, parking areas, fences, walks, utility lines, stormwater facilities, pumping facilities, pumps and other structures or improvements of any kind.

4. **INSURANCE.** The District or any contractors performing work for the District on the Easement Area shall at all times maintain general public liability insurance to afford protection against any and all claims for personal injury, death or property damage arising directly or indirectly out of the exercise of the rights and privileges granted. Said insurance shall be issued by solvent, reputable insurance companies authorized to do business in the State of Florida, naming the City, and its employees and representatives, as insured, as their interests may appear in a combined-single limit of not less than \$1,000,000.00 with respect to bodily injury or death and property damage.

5. **INDEMNITY.** To the extent permitted by law, but without waiving any sovereign immunity protection or other limits on liability afforded by law, the District shall indemnify and hold harmless the City, and its successors, assigns, agents, employees, staff, contractors, officers, supervisors, and representatives (together, "Indemnitees"), from any and all liability, loss or damage, whether monetary or otherwise, including reasonable attorney's fees and costs and all fees and costs of mediation or alternative dispute resolution, as a result of any claims, liabilities, suits, liens, demands, costs, interest, expenses, damages, penalties, fines, or judgments, against Indemnitees which arise out of any of the activities referred to under the terms of this Agreement or use of the Easement Area by the District, its successors, assigns, agents, employees, contractors (including but not limited to subcontractors, materialmen, etc.), officers, invitees, or representatives, including but not limited to loss of life, injury to persons or damage to, or destruction or theft of property.

6. **SOVEREIGN IMMUNITY.** The City agrees that nothing contained in this Agreement shall constitute or be construed as a waiver of the District's limitations on liability set forth in Section 768.28, Florida Statutes, and other applicable law.

7. **LIENS.** The District shall not permit (and shall promptly satisfy) any construction, mechanic's lien or encumbrance against the Easement Area or other City property in connection with the exercise of its rights hereunder.

8. **EXERCISE OF RIGHTS.** The rights and easement created by this Agreement are subject to the following provisions:

- a. The District shall install the Citation Extension Improvements in a sound, professional manner and shall have sole responsibility for obtaining any necessary permits or regulatory approvals for the Citation Extension Improvements installation. Any rights granted hereunder shall be exercised by the District only in accordance and in compliance with any and all applicable laws, ordinances, rules, regulations, permits and approvals, and any future modifications or amendments thereto. The District shall not discharge into or within the Easement Area any hazardous or toxic materials or substances, any pollutants, or any other substances or materials prohibited or regulated under any federal, state or local law, ordinance, rule, regulations or permit, except in accordance with such laws, ordinances, rules, regulations, and permits.
- b. The City makes no representation that the Easement Area is suitable for installation of the Citation Extension Improvements. The District acknowledges that there are or may be existing facilities located within the Easement Area. The District shall not interfere with or cause interruption in the day to day operation of all existing facilities in the Easement Area.
- c. Nothing herein shall be construed to limit in any way the City's rights to (i) construct and maintain in the Easement Area any structures or other improvements that do not materially interfere with the use or enjoyment of the Agreement granted herein for the purposes for which they are created as contemplated herein, or (ii) to use the Easement Area, or allow the use of the Easement Area by others, in common with the District, its successors and assigns.

9. **DEFAULT.** A default by the City or the District under this Agreement shall entitle the other to all remedies available at law or in equity, which may include, but not be limited to, the right of actual damages, injunctive relief, and specific performance.

10. **ENFORCEMENT.** In the event that the City or the District seeks to enforce this Agreement by court proceedings or otherwise, then the prevailing party shall be entitled to recover all fees and costs incurred, including reasonable attorney's fees and costs for trial, alternative dispute resolution or appellate proceedings.

11. **NOTICES.** Any notices required or allowed to be delivered shall be in writing and be deemed to be delivered when: (i) hand delivered to the official hereinafter designated, or (ii) upon receipt of such notice when deposited in the United States mail, postage prepaid, certified mail, return receipt requested, addressed to a party at the address set forth opposite the party's name below, or at such other address as the party or parties shall have been specified by written notice to the other party delivered in accordance herewith. The City has designated an individual within City staff ("CDD Coordinator") as the recipient of all notices to be transmitted to the City as described herein. The District may deliver such notices to the CDD Coordinator by electronic mail (email),

benefit of the parties hereto and their respective successors and permitted assigns, transferees, and licensees.

18.**AUTHORIZATION.** By execution below, the undersigned represent that they have been duly authorized by the appropriate body or official of their respective entity to execute this Agreement, that the respective parties have complied with all requirements of law, and they have full power and authority to comply with the terms and provisions of this instrument.

19.**AMENDMENTS.** Amendments to and waivers of the provisions contained in this Agreement may be made only by and instrument in writing which is executed by both the City and the District.

20.**ENTIRE AGREEMENT.** This instrument shall constitute the final and complete expression of the agreement between the parties relating to the subject matter of this Agreement.

21.**EFFECTIVE DATE.** The effective date of this Agreement shall be the date first written above.

22.**COUNTERPARTS.** This Agreement may be executed in counterparts, each of which shall constitute an original, but all taken together shall constitute one and the same instrument.

SIGNATURES ON FOLLOWING PAGES

IN WITNESS WHEREOF, the City and the District caused this Agreement to be executed, to be effective as of the day and year first written above.

WITNESSES:

THE CITY OF PALM COAST, FLORIDA

By: _____

By: _____

Print Name: _____

Name: _____

By: _____

Title: _____

Print Name: _____

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of ___ physical presence or ___ online notarization, this ____ day of _____, 2023, by _____, as _____ of the City of Palm Coast, on its behalf. He/she ___ is personally known to me or ___ produced _____ as identification.

Notary Public, State of Florida

WITNESSES:

SEMINOLE PALMS COMMUNITY
DEVELOPMENT DISTRICT

By: _____

Print Name: _____

By: _____

Print Name: _____

By: _____

Name: _____

Title: _____

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of ___ physical presence or ___ online notarization, this _____ day of _____, 2023, by _____, who is the _____ of the Seminole Palms Community Development District on behalf of the District. He/she is either ___ personally known to me or ___ produced _____ as identification.

Notary Public, State of Florida

EXHIBIT "A"

EASEMENT AREA
LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN GOVERNMENT SECTIONS 20, AND 21, TOWNSHIP 12 SOUTH, RANGE 31 EAST, FLAGLER COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF PARCEL A1, LAGUNA FOREST, SECTION 64, AS RECORDED IN MAP BOOK 18, PAGE 38, PUBLIC RECORDS OF FLAGLER COUNTY, FLORIDA; THENCE N 53°30'00" E, 1142.49 FEET TO A POINT ON A LINE OF UNPLATTED LANDS DESCRIBED IN O.R.B. 2013, PAGE 589, OF THE PUBLIC RECORDS OF FLAGLER COUNTY, FLORIDA; THENCE N 74°35'46" E, 10.90 FEET TO THE POINT OF BEGINNING.

FROM THE POINT OF BEGINNING; THENCE N 53°01'58" E, 39.91 FEET TO A POINT OF CURVATURE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 734.00 FEET, A CENTRAL ANGLE OF 38°38'06" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 72°21'01" E, 485.62 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 494.94 FEET; THENCE S 88°19'56" E, 257.43 FEET TO A POINT OF CURVATURE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1310.00 FEET, A CENTRAL ANGLE OF 17°01'17" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 83°09'25" E, 387.75 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 389.18 FEET; THENCE N 74°38'46" E, 751.49 FEET TO A POINT OF CURVATURE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1060.00 FEET, A CENTRAL ANGLE OF 21°11'45" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 64°02'53" E, 389.90 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 392.14 FEET; THENCE N 53°27'01" E, 445.25 FEET TO A POINT OF CURVATURE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 734.00 FEET, A CENTRAL ANGLE OF 35°37'26" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 71°15'44" E, 449.05 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 456.37 FEET; THENCE N 89°04'27" E, 102.58 FEET TO A POINT OF CURVATURE CONCAVE NORTHERLY, HAVING A RADIUS 1395.00 FEET, A CENTRAL ANGLE OF 13°44'50" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 82°12'02" E, 333.90 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 334.71 FEET; THENCE N 03°27'46" E, 14.72 FEET; THENCE N 72°56'25" E, 233.44 FEET; THENCE N 17°58'27" E, 55.20 FEET; THENCE N 06°15'12" W, 72.27 FEET; THENCE N 05°51'41" W, 53.57 FEET; THENCE N 02°04'10" E, 57.76 FEET; THENCE N 12°25'53" E, 44.12 FEET; THENCE N 27°28'48" E, 63.05 FEET; THENCE N 23°34'44" E, 59.11 FEET; THENCE N 16°48'29" E, 18.65 FEET; THENCE S 19°06'24" E, 24.87 FEET; THENCE S 37°28'26" E, 64.41 FEET; THENCE S 57°42'05" E, 27.21 FEET; THENCE S 02°32'58" W, 16.38 FEET; THENCE S 16°54'50" E, 42.01 FEET; THENCE S 15°08'40" E, 42.45 FEET; THENCE S 01°08'35" W, 38.04 FEET; THENCE S 12°59'27" W, 55.34 FEET; THENCE S 19°40'34" W, 50.02 FEET; THENCE S 23°01'17" E, 32.91 FEET; THENCE N 81°41'23" E, 66.58 FEET; THENCE N 64°29'22" E, 32.48 FEET; THENCE N 72°36'25" E, 24.92 FEET; THENCE S 76°29'06" E, 27.88 FEET; THENCE N 72°56'25" E, 29.04 FEET; THENCE N 55°58'00" E, 26.29 FEET; THENCE N 89°57'15"

E, 26.23 FEET; THENCE N 72°56'25" E, 17.72 FEET; THENCE N 07°56'29" W, 10.13 FEET; THENCE N 72°56'25" E, 503.72 FEET; THENCE S 17°05'11" E, 100.00 FEET; THENCE S 72°56'25" W, 500.86 FEET; THENCE N 17°03'35" W, 10.00 FEET; THENCE S 72°56'25" W, 88.08 FEET; THENCE S 17°03'35" E, 15.00 FEET; THENCE S 72°56'25" W, 96.46 FEET; THENCE N 15°32'19" W, 15.01 FEET; THENCE S 72°56'25" W, 287.15 FEET; THENCE S 17°03'35" E, 15.00 FEET; THENCE S 72°56'25" W, 262.11 FEET; THENCE S 23°08'22" W, 20.45 FEET; THENCE S 74°32'21" W, 42.09 FEET; THENCE S 06°27'25" W, 42.56 FEET; THENCE S 34°37'35" W, 37.45 FEET; THENCE S 59°22'21" W, 57.74 FEET; THENCE S 89°01'51" W, 261.04 FEET; THENCE N 10°28'36" W, 53.37 FEET; THENCE N 32°04'59" W, 46.31 FEET; THENCE S 79°40'50" W, 91.71 FEET; THENCE S 89°24'49" W, 60.24 FEET; THENCE S 58°15'31" W, 41.61 FEET; THENCE S 55°41'09" W, 81.35 FEET; THENCE S 24°37'02" E, 51.43 FEET; THENCE S 02°06'13" W, 30.78 FEET; THENCE S 69°19'56" W, 53.27 FEET; THENCE S 67°21'11" W, 59.73 FEET; THENCE S 61°44'49" W, 62.69 FEET; THENCE S 02°23'33" E, 5.90 FEET; THENCE N 88°51'02" W, 56.97 FEET; THENCE S 47°52'42" W, 72.92 FEET; THENCE S 00°57'39" E, 69.04 FEET; THENCE N 86°44'57" E, 58.71 FEET; THENCE S 25°31'47" E, 13.92 FEET; THENCE S 82°19'14" E, 49.24 FEET; THENCE S 16°32'41" E, 29.01 FEET; THENCE N 71°42'04" W, 60.26 FEET; THENCE S 32°27'07" W, 81.16 FEET; THENCE S 01°03'12" W, 35.89 FEET; THENCE S 69°07'00" W, 14.53 FEET; THENCE N 69°50'09" W, 38.95 FEET; THENCE S 49°53'21" W, 38.14 FEET; THENCE S 66°05'01" W, 41.59 FEET; THENCE S 21°26'20" E, 43.97 FEET; THENCE S 41°55'06" W, 59.87 FEET; THENCE S 39°54'53" E, 63.34 FEET; THENCE S 81°24'07" W, 5.25 FEET; THENCE S 22°53'30" W, 73.22 FEET; THENCE S 11°24'15" E, 44.40 FEET; THENCE S 30°54'23" W, 38.44 FEET; THENCE S 51°41'11" W, 38.66 FEET; THENCE S 43°00'50" W, 52.23 FEET; THENCE S 31°37'01" W, 55.15 FEET; THENCE S 32°56'18" W, 38.90 FEET; THENCE S 32°54'11" W, 49.26 FEET; THENCE S 12°59'21" E, 16.02 FEET; THENCE S 66°55'25" W, 43.77 FEET; THENCE S 54°22'11" W, 21.22 FEET; THENCE N 52°14'14" W, 31.16 FEET; THENCE N 37°35'01" W, 18.20 FEET; THENCE N 07°26'11" E, 61.53 FEET; THENCE S 84°42'27" W, 107.90 FEET; THENCE S 36°02'32" W, 51.81 FEET; THENCE S 87°59'59" W, 43.00 FEET; THENCE S 31°41'46" W, 52.51 FEET; THENCE N 70°33'59" W, 22.07 FEET; THENCE N 18°01'04" W, 48.57 FEET; THENCE N 05°18'11" W, 54.87 FEET; THENCE N 36°49'15" W, 69.90 FEET; THENCE N 10°10'10" W, 31.92 FEET; THENCE S 85°57'58" E, 53.44 FEET; THENCE N 08°12'25" E, 62.57 FEET; THENCE N 79°18'02" W, 78.42 FEET; THENCE N 85°42'30" W, 72.48 FEET; THENCE N 82°46'45" W, 60.14 FEET; THENCE N 72°56'35" W, 40.40 FEET; THENCE N 19°36'56" W, 73.49 FEET; THENCE N 85°24'38" W, 89.94 FEET; THENCE S 47°54'34" W, 34.79 FEET; THENCE S 76°35'06" W, 66.59 FEET; THENCE S 49°20'21" W, 88.86 FEET; THENCE S 45°06'01" W, 65.25 FEET; THENCE S 32°02'58" W, 38.96 FEET; THENCE N 89°48'16" W, 41.19 FEET; THENCE S 66°16'29" W, 94.75 FEET; THENCE N 89°05'10" W, 48.54 FEET; THENCE N 78°51'44" W, 82.57 FEET; THENCE N 73°34'00" W, 50.25 FEET; THENCE N 75°39'50" W, 50.10 FEET; THENCE N 03°44'32" W, 23.29 FEET; THENCE S 89°16'35" W, 46.31 FEET; THENCE N 88°19'56" W, 451.29 FEET; THENCE S 72°42'09" W, 289.25 FEET; THENCE S 53°44'14" W, 40.91 FEET; THENCE N 74°35'46" W, 120.41 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED AREA CONTAINS 21.12 ACRES, MORE OR LESS.

EXHIBIT 13

Prepared By:
Jay W. Livingston, Esq.
Livingston & Sword, P.A.
391 Palm Coast Parkway SW #1
Palm Coast, FL 32137

JOINT MAINTENANCE EASEMENT AGREEMENT

THIS JOINT MAINTENANCE EASEMENT AGREEMENT (“Agreement”) is made and entered this ____ day of _____, 2023, by and between the CITY OF PALM COAST, a Florida Municipal Corporation, with an address of 160 Lake Avenue, Palm Coast, FL 32164 (“City”), and the SEMINOLE PALM COMMUNITY DEVELOPMENT DISTRICT, a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes*, whose address is c/o DPGF Management & Consulting, LLC, 250 International Parkway, Suite 208, Lake Mary, Florida 32746 (“District”).

RECITALS

WHEREAS, the City and Kolter Group Acquisitions, LLC (“Kolter”) previously entered into that certain Seminole Palms Impact Fee Prepayment, Citation Boulevard Extension and Land Exchange Agreement, dated on or about October 29, 2021 and recorded in Official Records Book 2726, Page 844 of the Public Records of Flagler County, Florida (“Land Exchange Agreement”);

WHEREAS, Kolter assigned certain rights and obligations in the Land Exchange Agreement to the District by virtue of that certain Assignment of Rights dated April 25, 2022;

WHEREAS, the rights and obligations in the Land Exchange Agreement assigned to the District include, *inter alia*, the obligation to undertake construction of an extension of Citation Boulevard (“Citation Extension Improvements”);

WHEREAS, the City and the District entered into that certain Interlocal Agreement Regarding Citation Boulevard Extension by which the District accepted an assignment of, generally stated, all of the City rights and obligations for the solicitation and construction of the Citation Extension Improvements pursuant to the Land Exchange Agreement;

WHEREAS, the Citation Extension Improvements are being construed on certain real property owned by the City as more particularly described in the attached **EXHIBIT “A”** (“Easement Area”);

WHEREAS, after the completion of construction, the City will be the owner of and responsible for the maintenance of the Citation Extension Improvements;

WHEREAS, the District desires the right to perform maintenance and repairs within the Easement Area in order to provide a higher level of maintenance service for portions of the Citation Extension Improvements at the District’s cost; and

WHEREAS, the City has agreed to grant to the District an easement for the purposes stated herein;

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

1. **RECITALS.** The foregoing recitals are true and correct and incorporated by this reference as a material part of this Agreement.

2. **JOINT MAINTENANCE EASEMENT.** The City hereby grants to the District a non-exclusive easement over, upon, under, through and across the Easement Area for ingress and egress for maintenance, repair and replacement of a portion of the Citation Extension Improvements, including, without limitation, stormwater ponds, sidewalks, hardscape improvements, landscape improvements and irrigation infrastructure within the Easement Area. The easement granted herein specifically excludes maintenance of any roadways, curbs, and utility facilities other than the stormwater ponds. The District shall use all due care to protect the Easement Area and Citation Extension Improvements from damage resulting from the District's use of the Easement Area.

3. **DAMAGES.** In the event that the District, its respective employees, agents, assignees, contractors (or their subcontractors, employees or materialmen), or representatives cause damage to the Easement Area or to adjacent property or improvements in the exercise of the easement rights granted herein, the District, at its sole cost and expense, agrees to promptly commence and diligently pursue the restoration of the same and the improvements so damaged to, as nearly as practical, the original condition and grade, including, without limitation, repair and replacement of any landscaping, hardscaping, plantings, ground cover, roadways, driveways, sidewalks, parking areas, fences, walks, utility lines, stormwater facilities, pumping facilities, pumps and other structures or improvements of any kind.

4. **INSURANCE.** The District or any contractors performing work for the District on the Easement Area shall at all times maintain general public liability insurance to afford protection against any and all claims for personal injury, death or property damage arising directly or indirectly out of the exercise of the rights and privileges granted. Said insurance shall be issued by solvent, reputable insurance companies authorized to do business in the State of Florida, naming the City, and its employees and representatives, as insured, as their interests may appear in a combined-single limit of not less than \$1,000,000.00 with respect to bodily injury or death and property damage.

5. **INDEMNITY.** To the extent permitted by law, but without waiving any sovereign immunity protection or other limits on liability afforded by law, the District shall indemnify and hold harmless the City, and its successors, assigns, agents, employees, staff, contractors, officers, supervisors, and representatives (together, "Indemnitees"), from any and all liability, loss or damage, whether monetary or otherwise, including reasonable attorney's fees and costs and all fees and costs of mediation or alternative dispute resolution, as a result of any claims, liabilities, suits, liens, demands, costs, interest, expenses, damages, penalties, fines, or judgments, against Indemnitees which arise out of any of the activities referred to under the terms of this Agreement or use of the Easement Area by the District, its successors, assigns, agents, employees, contractors (including but not limited to subcontractors, materialmen, etc.), officers,

Tallahassee, Florida 32301
Attn: Jere Earlywine

12. **THIRD PARTIES.** This Agreement is solely for the benefit of the City and the District, and no right or cause of action shall accrue upon or by reason, to or for the benefit of any third party not a formal party to this Agreement. Nothing in this Agreement expressed or implied is intended or shall be construed to confer upon any person, corporation, or entity other than the City and the District any right, remedy, or claim under or by reason of this Agreement or any of the provisions or conditions of this Agreement. The City shall be solely responsible for enforcing its rights under this Agreement against any interfering third party. Nothing contained in this Agreement shall limit or impair the City's right to protect its rights from interference by a third party.

13. **ASSIGNMENT.** Neither of the parties hereto may assign, transfer, or license all or any portion of its rights under this Agreement without the prior written consent of the other party. Any purported assignment, transfer, or license by one of the parties absent the written consent of the other party shall be void and unenforceable.

14. **CONTROLLING LAW; VENUE.** This Agreement shall be construed, interpreted, and controlled according to the laws of the State of Florida. The parties agree and consent to venue in the County in which the District is located, for the resolution of any dispute, whether brought in or out of court, arising out of this Agreement.

15. **PUBLIC RECORDS.** All documents of any kind provided in connection with this Agreement are public records and are treated as such in accordance with Florida law.

16. **SEVERABILITY.** The invalidity or unenforceability of any one or more provisions or part of a provision of this Agreement shall not affect the validity or enforceability of the remaining provisions of this Agreement or any part of this Agreement not held to be invalid or unenforceable.

17. **BINDING EFFECT.** This Agreement and all of the provisions, representations, covenants, and conditions contained herein shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns, transferees, and licensees.

18. **AUTHORIZATION.** By execution below, the undersigned represent that they have been duly authorized by the appropriate body or official of their respective entity to execute this Agreement, that the respective parties have complied with all requirements of law, and they have full power and authority to comply with the terms and provisions of this instrument.

19. **AMENDMENTS.** Amendments to and waivers of the provisions contained in this Agreement may be made only by and instrument in writing which is executed by both the City and the District.

20. **ENTIRE AGREEMENT.** This instrument shall constitute the final and complete expression of the agreement between the parties relating to the subject matter of this Agreement.

21. **EFFECTIVE DATE.** The effective date of this Agreement shall be the date first written above.

22. **COUNTERPARTS.** This Agreement may be executed in counterparts, each of which shall constitute an original, but all taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the City and the District caused this Agreement to be executed, to be effective as of the day and year first written above.

WITNESSES:

THE CITY OF PALM COAST, FLORIDA

By: _____

By: _____

Print Name: _____

Name: _____

By: _____

Title: _____

Print Name: _____

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of ___ physical presence or ___ online notarization, this ___ day of _____, 2023, by _____, as _____ of the City of Palm Coast, on its behalf. He/she ___ is personally known to me or ___ produced _____ as identification.

Notary Public, State of Florida

WITNESSES:

SEMINOLE PALMS COMMUNITY
DEVELOPMENT DISTRICT

By: _____

Print Name: _____

By: _____

Print Name: _____

By: _____

Name: _____

Title: _____

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of ___ physical presence or ___ online notarization, this _____ day of _____, 2023, by _____, who is the _____ of the Seminole Palms Community Development District on behalf of the District. He/she is either ___ personally known to me or ___ produced _____ as identification.

Notary Public, State of Florida

EXHIBIT "A"

EASEMENT AREA
LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN GOVERNMENT SECTIONS 20, AND 21, TOWNSHIP 12 SOUTH, RANGE 31 EAST, FLAGLER COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF PARCEL A1, LAGUNA FOREST, SECTION 64, AS RECORDED IN MAP BOOK 18, PAGE 38, PUBLIC RECORDS OF FLAGLER COUNTY, FLORIDA; THENCE N 53°30'00" E, 1142.49 FEET TO A POINT ON A LINE OF UNPLATTED LANDS DESCRIBED IN O.R.B. 2013, PAGE 589, OF THE PUBLIC RECORDS OF FLAGLER COUNTY, FLORIDA; THENCE N 74°35'46" E, 10.90 FEET TO THE POINT OF BEGINNING.

FROM THE POINT OF BEGINNING; THENCE N 53°01'58" E, 39.91 FEET TO A POINT OF CURVATURE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 734.00 FEET, A CENTRAL ANGLE OF 38°38'06" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 72°21'01" E, 485.62 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 494.94 FEET; THENCE S 88°19'56" E, 257.43 FEET TO A POINT OF CURVATURE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1310.00 FEET, A CENTRAL ANGLE OF 17°01'17" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 83°09'25" E, 387.75 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 389.18 FEET; THENCE N 74°38'46" E, 751.49 FEET TO A POINT OF CURVATURE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1060.00 FEET, A CENTRAL ANGLE OF 21°11'45" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 64°02'53" E, 389.90 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 392.14 FEET; THENCE N 53°27'01" E, 445.25 FEET TO A POINT OF CURVATURE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 734.00 FEET, A CENTRAL ANGLE OF 35°37'26" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 71°15'44" E, 449.05 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 456.37 FEET; THENCE N 89°04'27" E, 102.58 FEET TO A POINT OF CURVATURE CONCAVE NORTHERLY, HAVING A RADIUS 1395.00 FEET, A CENTRAL ANGLE OF 13°44'50" AND BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF N 82°12'02" E, 333.90 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC LENGTH OF 334.71 FEET; THENCE N 03°27'46" E, 14.72 FEET; THENCE N 72°56'25" E, 233.44 FEET; THENCE N 17°58'27" E, 55.20 FEET; THENCE N 06°15'12" W, 72.27 FEET; THENCE N 05°51'41" W, 53.57 FEET; THENCE N 02°04'10" E, 57.76 FEET; THENCE N 12°25'53" E, 44.12 FEET; THENCE N 27°28'48" E, 63.05 FEET; THENCE N 23°34'44" E, 59.11 FEET; THENCE N 16°48'29" E, 18.65 FEET; THENCE S 19°06'24" E, 24.87 FEET; THENCE S 37°28'26" E, 64.41 FEET; THENCE S 57°42'05" E, 27.21 FEET; THENCE S 02°32'58" W, 16.38 FEET; THENCE S 16°54'50" E, 42.01 FEET; THENCE S 15°08'40" E, 42.45 FEET; THENCE S 01°08'35" W, 38.04 FEET; THENCE S 12°59'27" W, 55.34 FEET; THENCE S 19°40'34" W, 50.02 FEET; THENCE S 23°01'17" E, 32.91 FEET; THENCE N 81°41'23" E, 66.58 FEET; THENCE N 64°29'22" E, 32.48 FEET; THENCE N 72°36'25" E, 24.92 FEET; THENCE S 76°29'06" E, 27.88 FEET; THENCE N 72°56'25" E, 29.04 FEET; THENCE N 55°58'00" E, 26.29 FEET; THENCE N 89°57'15"

E, 26.23 FEET; THENCE N 72°56'25" E, 17.72 FEET; THENCE N 07°56'29" W, 10.13 FEET; THENCE N 72°56'25" E, 503.72 FEET; THENCE S 17°05'11" E, 100.00 FEET; THENCE S 72°56'25" W, 500.86 FEET; THENCE N 17°03'35" W, 10.00 FEET; THENCE S 72°56'25" W, 88.08 FEET; THENCE S 17°03'35" E, 15.00 FEET; THENCE S 72°56'25" W, 96.46 FEET; THENCE N 15°32'19" W, 15.01 FEET; THENCE S 72°56'25" W, 287.15 FEET; THENCE S 17°03'35" E, 15.00 FEET; THENCE S 72°56'25" W, 262.11 FEET; THENCE S 23°08'22" W, 20.45 FEET; THENCE S 74°32'21" W, 42.09 FEET; THENCE S 06°27'25" W, 42.56 FEET; THENCE S 34°37'35" W, 37.45 FEET; THENCE S 59°22'21" W, 57.74 FEET; THENCE S 89°01'51" W, 261.04 FEET; THENCE N 10°28'36" W, 53.37 FEET; THENCE N 32°04'59" W, 46.31 FEET; THENCE S 79°40'50" W, 91.71 FEET; THENCE S 89°24'49" W, 60.24 FEET; THENCE S 58°15'31" W, 41.61 FEET; THENCE S 55°41'09" W, 81.35 FEET; THENCE S 24°37'02" E, 51.43 FEET; THENCE S 02°06'13" W, 30.78 FEET; THENCE S 69°19'56" W, 53.27 FEET; THENCE S 67°21'11" W, 59.73 FEET; THENCE S 61°44'49" W, 62.69 FEET; THENCE S 02°23'33" E, 5.90 FEET; THENCE N 88°51'02" W, 56.97 FEET; THENCE S 47°52'42" W, 72.92 FEET; THENCE S 00°57'39" E, 69.04 FEET; THENCE N 86°44'57" E, 58.71 FEET; THENCE S 25°31'47" E, 13.92 FEET; THENCE S 82°19'14" E, 49.24 FEET; THENCE S 16°32'41" E, 29.01 FEET; THENCE N 71°42'04" W, 60.26 FEET; THENCE S 32°27'07" W, 81.16 FEET; THENCE S 01°03'12" W, 35.89 FEET; THENCE S 69°07'00" W, 14.53 FEET; THENCE N 69°50'09" W, 38.95 FEET; THENCE S 49°53'21" W, 38.14 FEET; THENCE S 66°05'01" W, 41.59 FEET; THENCE S 21°26'20" E, 43.97 FEET; THENCE S 41°55'06" W, 59.87 FEET; THENCE S 39°54'53" E, 63.34 FEET; THENCE S 81°24'07" W, 5.25 FEET; THENCE S 22°53'30" W, 73.22 FEET; THENCE S 11°24'15" E, 44.40 FEET; THENCE S 30°54'23" W, 38.44 FEET; THENCE S 51°41'11" W, 38.66 FEET; THENCE S 43°00'50" W, 52.23 FEET; THENCE S 31°37'01" W, 55.15 FEET; THENCE S 32°56'18" W, 38.90 FEET; THENCE S 32°54'11" W, 49.26 FEET; THENCE S 12°59'21" E, 16.02 FEET; THENCE S 66°55'25" W, 43.77 FEET; THENCE S 54°22'11" W, 21.22 FEET; THENCE N 52°14'14" W, 31.16 FEET; THENCE N 37°35'01" W, 18.20 FEET; THENCE N 07°26'11" E, 61.53 FEET; THENCE S 84°42'27" W, 107.90 FEET; THENCE S 36°02'32" W, 51.81 FEET; THENCE S 87°59'59" W, 43.00 FEET; THENCE S 31°41'46" W, 52.51 FEET; THENCE N 70°33'59" W, 22.07 FEET; THENCE N 18°01'04" W, 48.57 FEET; THENCE N 05°18'11" W, 54.87 FEET; THENCE N 36°49'15" W, 69.90 FEET; THENCE N 10°10'10" W, 31.92 FEET; THENCE S 85°57'58" E, 53.44 FEET; THENCE N 08°12'25" E, 62.57 FEET; THENCE N 79°18'02" W, 78.42 FEET; THENCE N 85°42'30" W, 72.48 FEET; THENCE N 82°46'45" W, 60.14 FEET; THENCE N 72°56'35" W, 40.40 FEET; THENCE N 19°36'56" W, 73.49 FEET; THENCE N 85°24'38" W, 89.94 FEET; THENCE S 47°54'34" W, 34.79 FEET; THENCE S 76°35'06" W, 66.59 FEET; THENCE S 49°20'21" W, 88.86 FEET; THENCE S 45°06'01" W, 65.25 FEET; THENCE S 32°02'58" W, 38.96 FEET; THENCE N 89°48'16" W, 41.19 FEET; THENCE S 66°16'29" W, 94.75 FEET; THENCE N 89°05'10" W, 48.54 FEET; THENCE N 78°51'44" W, 82.57 FEET; THENCE N 73°34'00" W, 50.25 FEET; THENCE N 75°39'50" W, 50.10 FEET; THENCE N 03°44'32" W, 23.29 FEET; THENCE S 89°16'35" W, 46.31 FEET; THENCE N 88°19'56" W, 451.29 FEET; THENCE S 72°42'09" W, 289.25 FEET; THENCE S 53°44'14" W, 40.91 FEET; THENCE N 74°35'46" W, 120.41 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED AREA CONTAINS 21.12 ACRES, MORE OR LESS.