

**MINUTES OF MEETING  
MIDTOWN MIAMI  
COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Midtown Miami Community Development District held a Regular Meeting on January 11, 2022 at 2:00 p.m., at the offices of the CDD, Shops at Midtown Miami, 3401 N. Miami Avenue, 2<sup>nd</sup> floor parking garage, Suite 132, Miami, Florida 33127.

**Present and constituting a quorum were:**

Joseph Padula	Chair
Alex Miranda	Vice Chair
Kiahna Perez	Assistant Secretary

**Also present were:**

Cindy Cerbone (via telephone)	District Manager
Daniel Rom (via telephone)	Wrathell, Hunt and Associates, LLC (WHA)
Jamie Sanchez	Wrathell, Hunt and Associates, LLC (WHA)
Ginger Wald	District Counsel
Juan Alvarez	District Engineer
Deborah Samuel	Operations Manager

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Ms. Sanchez called the meeting to order at 2:05 p.m. The meeting was held inside the meeting room. A staff member stood outside in the parking garage to advise for anyone wishing to attend.

Supervisors Padula, Perez and Miranda were present. Supervisors Riccobono and Vadia were not present.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There were no public comments.

**THIRD ORDER OF BUSINESS**

**Discussion: Dog Park at M Park**

Ms. Samuel stated the playground was complete and the response was very positive. Residents expressed interest in a dog park and SITE Centers supports the project. Ms. Wald

advised about the process under the Construction, Operation and Reciprocal Easements Agreement (COREA). This may be considered for the Fiscal Year 2023 budget; preliminary estimates would be provided for the next meeting and approval may be requested to move forward with planning costs.

**FOURTH ORDER OF BUSINESS**

**Consideration of Request for Estoppel in Connection with that Certain Construction, Operation and Reciprocal Easement for the Shoppes at Midtown Miami South Block North, dated April 29, 2004 and recorded in Book 22349, Page 0566 of the Official Records of Miami-Dade County (the "COREA")**

Ms. Wald explained that the CDD received a request for an Estoppel letter. She discussed under what circumstances the CDD must provide an Estoppel Certificate and what an Estoppel Certificate generally includes, under the requirements of the COREA.

Ms. Wald presented Exhibit "A", the Estoppel requested by Midtown Opportunities VIII B, LLC, and stated the following language of the letter was broader than generally seen in an Estoppel Certificate:

"We have reviewed the Plans in conjunction with the COREA and hereby confirm that: (i) the Plans, including, without limitation, the access points and lanais proposed thereunder, comply with the terms of the COREA, and (ii) the CDD approves the Plans (to the extent that the CDD's approval is required in connection therewith). This Estoppel may be recorded in the Public Records of Miami-Dade County."

Ms. Wald reiterated that the language was much more than generally seen in an Estoppel Certificate. She discussed the reasons the Board may approve or reject the Estoppel. She presented "Schedule 1: Lanai Amenities" and read the language pertaining to "Section 3.5 Amenity Terrace" and stated the language seemed to go beyond a typical Estoppel and included an approval of plans. She discussed the need for approval by the District Engineer and cautioned that, while this was not typically seen, it could be approved. She advised the attorney for Midtown Opportunities that she would present the letter to the Board and there was a cost for these types of reviews; the attorney advised that Midtown Opportunities would pay for any fees associated with the review of these documents, which would include Legal, Engineering

and Management fees, in conjunction with issuance of the Estoppel letter, identical or similar to the one provided.

Mr. Alvarez stated he reviewed the Estoppel letter and the attached conceptual plans. He stated he reviewed Section 3.4 and 3.5 and found that the plans are not inconsistent with the plans shown in the COREA and in Sections 3.4 and 3.5. He stated that those sections were reproduced verbatim. He was not in a position to give an Engineering review of any other items. He concurred with Ms. Wald, as these are very conceptual plans.

A Board Member stated he was very much in favor of this opportunity and wanted to move forward, as he felt it would help the community and the area.

Ms. Wald stated the only request at this time was for the Estoppel Certificate from the CDD and, based on Mr. Alvarez's comments, the document would require the following revision:

"based upon the review of the attached conceptual plans, the plans are not inconsistent with Sections 3.4 and 3.5 of the COREA"

Ms. Wald noted that the CDD would still have the ability to review those plans under the COREA when provided.

Ms. Cerbone stated the CDD wants to cooperate with property owners on projects that benefit the CDD while making sure that whatever mechanisms possible are in place to protect the CDD. She asked if the COREA requires an Estoppel Certificate or if an approval letter would be the equivalent of cooperation and acknowledgment.

Ms. Wald stated 14.7D with the Estoppel Certificate provides that "any such matters reasonably requested by the owner or any other person requesting the Estoppel certificate" and that would be a mandatory requirement but the question was if this would be a reasonable request. She felt that it might not be as it is outside of what is normally required but that does not prevent the Board from not agreeing to do it; it is the Board's decision. The clause at the end does not place any liability on the CDD for providing such a certificate as long as there is no type of negligence. She stated her opinion that the draft letter to the Board specifically says the issuance of an Estoppel Certificate and not just a letter.

Ms. Cerbone asked if there is an alternative that serves the same purpose but protects the CDD a little more. Ms. Wald stated the CDD does not have to provide this letter at all. Ms. Cerbone noted that at least one or more Board Members are enthusiastic about the project and asked how best to balance the opportunity that the construction would bring while

protecting the CDD, given that the garage would be adjacent and/or share some structure with the lanai and other items.

Ms. Wald stated the Board does not have to agree to issue an Estoppel Certificate and stated that she does not agree with the proposed language based on Mr. Alvarez’s input. The CDD has no legal obligation to provide anything beyond the first three points. She stated the question is whether the Board wants to provide language, as specifically stated by the District Engineer, that the Exhibits “do not appear to be inconsistent with Sections 3.4 and 3.5 of the COREA”, but not agreeing to the language stating the CDD is approving plans and not stating the plans themselves comply with all the terms of the COREA. She suggested the letter would need to be revised, as stated by the District Engineer, and reiterated that the CDD does not have to do this. The consensus was to proceed with the Estoppel letter, provided that the discussed revisions are made; the Chair would execute and costs would be provided.

**On MOTION by Mr. Padula and seconded by Mr. Miranda, with all in favor, the Request for Estoppel in Connection with that Certain Construction, Operation and Reciprocal Easement for the Shoppes at Midtown Miami South Block North, dated April 29, 2004 and recorded in Book 22349, Page 0566 of the Official Records of Miami-Dade County (the "COREA"), as amended to include the revisions discussed, and authorizing the Chair to execute, was approved.**

**FIFTH ORDER OF BUSINESS**

**Discussion/Consideration: Termination of Miami Midtown Owner, LLC Temporary Construction Easement and Property Restoration Agreement**

Ms. Wald presented the Request for Termination of the Miami Midtown Owner, LLC Temporary Construction Easement and Property Restoration Agreement. Mr. Alvarez confirmed the project was completed and any modifications to CDD property were completed.

**On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, termination of the Miami Midtown Owner, LLC Temporary Construction Easement and Property Restoration Agreement, was approved.**

**SIXTH ORDER OF BUSINESS**

**Update: Stormwater Reporting Requirements**

Ms. Sanchez stated that new legislation was passed that requires all Special Districts to prepare and provide a 20-year Stormwater System Needs Analysis. Mr. Alvarez stated, while the CDD does not have stormwater ponds it has a stormwater system. Ms. Wald stated a template was provided and an increase to the Engineering expenses should be anticipated due to the time required to complete the report.

Mr. Alvarez thought it would be a relatively minor expense item.

**SEVENTH ORDER OF BUSINESS**

**Acceptance of Unaudited Financial Statements as of November 30, 2021**

Ms. Sanchez presented the Unaudited Financial Statements as of November 30, 2021.

**On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the Unaudited Financial Statements as of November 30, 2021, were accepted.**

**EIGHTH ORDER OF BUSINESS**

**Approval of Minutes**

Ms. Sanchez presented the following Meeting Minutes:

- A. June 8, 2021 Regular Meeting**
- B. September 14, 2021 Public Hearings and Regular Meeting**

**On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the June 8, 2021 Regular Meeting and the September 14, 2021 Public Hearings and Regular Meeting Minutes, as presented, were approved.**

**NINTH ORDER OF BUSINESS**

**Staff Reports**

- A. Operations Manager: *Deborah Samuel***

**I. Monthly Report**

Ms. Samuel presented the Operations Manager’s Report and reported the following:

- Scooter Program: The scooter program was reinstated ten days after it was ended; the scooter corrals have worked very well. Users have been incentivized to return the scooters to the corrals for a discount.
- Target Benches: The benches with Trex® material installed in front of Target were well-received.

- Dog Park Phase 2: A preliminary budget would be presented at the next meeting.
- Infrastructure Punch List: No buildings were currently under construction; the utility punch list included older items from before the City provided a bond. Older work was being completed.
- Capital Improvements: Landscape lighting replacements were delayed due to backorders and supply chain issues. The North Garage facade repair was completed. Irrigation on North Miami Avenue was ongoing but another construction crew working on North Miami Avenue damaged the irrigation. When permits are received and repairs completed, the irrigation work would continue. The 2<sup>nd</sup> floor membrane was on hold pending more work to be done and funding.
- Mid-Block Intercom Transition: The intercoms were mainly used for valets and office space. Due to a design flaw, it was impossible to verify who should be permitted access to spaces. The intercom system was turned over to the Association for better access management and it was working smoothly.

**II. Parking Information**

- **Executive Summary**
- **Transient Parking Year Over Year Comparison**
- **Revenue by Lane Reports**

These items were included for informational purposes.

**B. District Counsel: *Billing, Cochran, Lyles, Mauro & Ramsey, P.A.***

There was no report.

**C. District Engineer: *Alvarez Engineers, Inc.***

- **Restocon Change Order #10: Second Floor Parking Garage Traffic Coating and Waterproof Membrane Renovation**

**This item was an addition to the agenda.**

Mr. Alvarez stated that the work, in the amount of \$492,500, would be treated as a change order to the original Restocon contract. The CDD would wait for the funds before authorizing Restocon to proceed.

Ms. Wald recalled the Board reviewed the proposal at the September meeting and the District Engineer stated the work may be submitted as a change order to the original contract.

**On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, Restocon Change Order #10, in the amount of \$492,500, was approved.**

Mr. Alvarez recalled that the monitoring plan permits for monitoring the wells were submitted to the City of Miami; the City requested a survey showing the actual locations. Ms. Samuel stated Mr. Mark Johnson has the surveys; she would email him and forward an introduction email to Mr. Alvarez. Mr. Alvarez stated the job would not begin without a permit.

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

**I. Communication to City of Miami on TIF Status**

Ms. Sanchez stated Ms. Cerbone followed up with the City regarding next steps and the City advised that a third party was engaged and they would follow up in one month.

**II. NEXT MEETING DATE: February 8, 2022 at 2:00 P.M.**

**o QUORUM CHECK**

Ms. Sanchez stated the February 8, 2022 meeting might be canceled, if not needed.

**TENTH ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**ELEVENTH ORDER OF BUSINESS**

**Supervisors' Requests**

The consensus was that future meetings would be held indoors; outdoor meetings may be reimplemented in the future, if necessary.

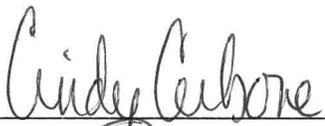
**TWELFTH ORDER OF BUSINESS**

**Adjournment**

There being no further business to discuss, the meeting adjourned.

**On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the meeting adjourned at 2:44 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

  
Secretary/Assistant Secretary

  
Chair/Vice Chair