

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

The Board of Supervisors of the Midtown Miami Community Development District held a Regular Meeting on February 13, 2024 at 2:00 p.m., at the offices of the CDD, Shops at Midtown Miami, 3401 N. Miami Avenue, Suite 132, Miami, Florida 33127.

Present were:

Joseph Padula	Chair
Alex Miranda	Vice Chair
Kiahna Perez	Assistant Secretary

Also present:

Daniel Rom	District Manager
Kristen Thomas (via telephone)	Wrathell Hunt and Associates LLC
Juan Alvarez (via telephone)	District Engineer
Gregory George	District Counsel
Deborah Samuel	Operations Manager

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Rom called the meeting to order at 2:01 p.m. Supervisors Padula, Perez and Miranda were present. Supervisors Vicha and Riccobono were not present.

SECOND ORDER OF BUSINESS

Public Comments

No members of the public spoke.

THIRD ORDER OF BUSINESS

**Consideration of Greenberg Traurig, P.A.
Invoice No. 1000416671 for CRA Audit
Services**

Mr. Rom presented the Greenberg Traurig, P.A. Invoice No. 1000416671 for CRA Audit Services for \$1,150.

<p>On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the Greenberg Traurig, P.A. Invoice No. 1000416671 for CRA Audit Services, was approved.</p>
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**Consideration of Proposed Garage
Construction Fence**

Mr. Alvarez stated the contractor of the Standard Residences project is asking for permission to install a construction fence on the fifth floor of the adjacent garage. He stated the COREA between the CDD and the contractor allows for construction of terraces and he reviewed the information provided and agrees with the location of the fence. It is important to make sure that the contractor does not use the space for unpermitted activities, such as staging construction materials in parts of the garage.

Ms. Samuel stated she can monitor and send Mr. Alvarez photographs of the project.

Mr. Alvarez recommended approval of the proposed garage construction fence, with an agreement prohibiting the contractor from using the area for staging and/or storage.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the request to install a construction fence on the fifth floor of the South Block North Garage, subject to an Agreement and inclusion of a provision prohibiting use of the area for storage of materials or construction staging unrelated to the construction project, was approved.

FIFTH ORDER OF BUSINESS

**Consideration of Randy's Holiday Lighting
Estimate 12396 (2024-2026 Seasons)**

Mr. Rom presented the Randy's Holiday Lighting Estimate #12396 for the 2024, 2025 and 2026 seasons.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, Randy's Holiday Lighting Estimate 12396 for the 2024, 2025 and 2026 seasons, in the amount of \$91,404, was approved.

SIXTH ORDER OF BUSINESS

**Consideration of Randy's Holiday Lighting
Service Agreement (Holiday Lighting)**

Mr. Rom presented the Randy's Holiday Lighting Service Agreement for Holiday Lighting.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the Randy's Holiday Lighting Service Agreement related to the holiday lighting proposal, was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Designa Quotation 0112MM for Parking Garage System Server Upgrade and Software

Ms. Samuel presented Designa Quotation 0112MM for Parking Garage System Server Upgrade and Software. She recommended completing the project in two phases. In her opinion, it makes sense to complete the \$65,000 server component in Fiscal Year 2024 and budget to complete the \$57,000 bar code component in Fiscal Year 2025.

On MOTION by Mr. Padula and seconded by Mr. Miranda, with all in favor, Designa Quotation 0112MM for Parking Garage System Server Upgrade and Software, was approved.

EIGHTH ORDER OF BUSINESS

Discussion: Insured Cash Sweep (ICS) Program

Mr. Rom presented an update in which Management is updating all its clientele whom hold accounts with FineMark Bank (FineMark), which includes Midtown Miami CDD’s savings and insured cash sweep (ICS) accounts. In evaluating FineMark accounts with other ones, Management discovered that FineMark was not proactively increasing its rates to align with the average comparable market rates other banks are offering. In reviewing Synovus Bank and BankUnited, Staff is comfortable recommending transferring the FineMark accounts to BankUnited because BankUnited’s FDIC insurance is up to \$150 million, they have competitive rates and transfers funds from one account to another in a seamless and efficient manner.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, transferring the CDD’s operating and ICS accounts from FineMark Bank to BankUnited, was approved.

NINTH ORDER OF BUSINESS

Consideration of Resolution 2024-01, Implementing Section 190.006(3), Florida Statutes, and Requesting that the Miami-Dade County Supervisor of Elections Begin Conducting the District’s General Elections; Providing for Compensation; Setting for the Terms of Office; Authorizing Notice of

the Qualifying Period; and Providing for Severability and an Effective Date

Mr. Rom presented Resolution 2024-01. Seats 4 and 5, currently held by Ms. Perez and Mr. Riccobono, respectively, will be up for election at the November 2024 General Election. Interested parties should contact the Miami-Dade County Supervisor of Elections during the candidate qualifying period that runs from noon, June 10, 2024 through noon, June 14, 2024.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, Resolution 2024-01, Implementing Section 190.006(3), Florida Statutes, and Requesting that the Miami-Dade County Supervisor of Elections Begin Conducting the District’s General Elections; Providing for Compensation; Setting for the Terms of Office; Authorizing Notice of the Qualifying Period; and Providing for Severability and an Effective Date, was adopted.

TENTH ORDER OF BUSINESS

Ratification of Termination of 3C Payment USA Corp. Agreement

Mr. Rom presented the letter terminating the 3C Payment USA Corp. Agreement.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the termination of the 3C Payment USA Corp. Agreement, was ratified.

ELEVENTH ORDER OF BUSINESS

Ratification of Termination of Elavon, Inc. a/k/a Velocity Processing, LLC Agreement

Mr. Rom presented the letter terminating the Elavon, Inc. a/k/a Velocity Processing, LLC Agreement.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the termination of the Elavon, Inc. a/k/a Velocity Processing, LLC Agreement, was ratified.

TWELFTH ORDER OF BUSINESS

Ratification of Second Amendment to Construction, Operation and Reciprocal Easement (COREA) Agreement

Mr. Rom stated the Twelfth, Thirteenth and Fourteenth Orders of Business coincide. Management was contacted by the Property Appraiser’s office after they realized that a retail tract was part of the same folio as the garage. A meeting was held in April 2006, in which the Board approved amending the Construction, Operation and Reciprocal Easement (COREA) for this particular retail tract and a quitclaim deed to subsequently be recorded with it. Staff located the information and presented it to the Property Appraiser. Mr. Rom presented the Second Amendment to the COREA Agreement.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the Second Amendment to the Construction, Operation and Reciprocal Easement (COREA) Agreement, was ratified.

THIRTEENTH ORDER OF BUSINESS

Ratification of QuitClaim Deed by Midtown Miami CDD to DDR Miami Avenue, LLC

Mr. Rom presented the QuitClaim Deed.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the QuitClaim Deed by Midtown Miami CDD to DDR Miami Avenue, LLC, was ratified.

FOURTEENTH ORDER OF BUSINESS

Update: 2023 Miami-Dade County Notice of Ad Valorem Taxes and Assessments

Mr. Rom presented the 2023 Miami-Dade County Notice of Ad Valorem Taxes and Assessments. Since the retail tract is part of the same folio as the CDD, the Property Appraiser’s office has determined that the CDD is not exempt from the Ad Valorem taxes for 2023. This is concerning because the tax bill is over \$600,000 and the CDD is a tax-exempt governmental entity.

Mr. George stated the way the tax collector views it, the tract must be exclusively used for the public and, because of the legal description, the CDD cannot argue that it is exclusive because that parcel was a part of the CDD-owned garage. Staff believes that there is an option that would require going outside the tax collector’s office and filing a petition with the Value Adjustment Board, asking them to reform the deed. Staff will make that argument to the Court but, if it is not feasible, the worst-case scenario is that the CDD will have to pay the tax bill.

Discussion ensued regarding the legal description, if the CDD has insurance coverage for the tax bill, the need to engage a valuation expert and separate Counsel specializing in real estate law and a not to exceed amount.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, authorizing Staff to engage a valuation expert and real estate expert, in a not to exceed amount of \$15,000, was approved.

FIFTEENTH ORDER OF BUSINESS

Update: City of Miami Audit of CRA in Relation to CDD TIR Payments

Mr. Rom presented the City of Miami Audit of the Midtown Miami Community Redevelopment Agency's (CRA) oversight of compliance with provisions of the Interlocal Agreement and its Amendments in relation to the CDD TIR Payments and reviewed the pertinent data. The Audit was formally released as a public record.

SIXTEENTH ORDER OF BUSINESS

Acceptance of Unaudited Financial Statements as of December 31, 2023

Mr. Rom pointed out that the "Insurance" line item reflects an increase of 70%.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the Unaudited Financial Statements as of December 31, 2023, were accepted.

SEVENTEENTH ORDER OF BUSINESS

Approval of September 12, 2023, Public Hearing and Regular Meeting Minutes

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the September 12, 2023, Public Hearing and Regular Meeting Minutes, as presented, were approved.

EIGHTEENTH ORDER OF BUSINESS

Staff Reports

A. Operations Manager: Deborah Samuel

I. Monthly Report

Ms. Samuel presented the Monthly Operations Manager's Report, which was included for informational purposes.

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.

- **Required Ethics Training**

Mr. George reviewed the Memorandum regarding the ethics training requirements.

Online courses, the Ethics Commission and filing Form 1 in 2025 were discussed.

C. District Engineer: Alvarez Engineers, Inc.

Mr. Alvarez stated Staff needs to do some warranty work on the membrane of the north garage, on the second floor and on the ramps leading from the second floor to the street, in high traffic areas. Staff is working with a contractor and received an estimate of \$54,760.

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the Midtown Miami garage joint repair project, in a not-to-exceed amount of \$55,000, was approved.

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

- **NEXT MEETING DATE: March 12, 2024 at 2:00 P.M.**
 - **QUORUM CHECK**

NINETEENTH ORDER OF BUSINESS

Public Comments

There were no public comments.

TWENTIETH ORDER OF BUSINESS

Supervisors' Requests

There were no Supervisor's requests.

TWENTY-FIRST ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Padula and seconded by Ms. Perez, with all in favor, the meeting adjourned at 2:49 p.m.



Secretary/Assistant Secretary



Chair/Vice Chair
