

**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 13, 2026 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:**

Joseph Padula  
Alex Miranda  
Daniel Kron

Chair  
Vice Chair  
Assistant Secretary

**Also present:**

Daniel Rom  
Raymond Passaro  
Ginger Wald  
Juan Alvarez (via telephone)  
Deborah Samuel

District Manager  
Wrathell, Hunt and Associates, LLC  
District Counsel  
District Engineer  
Operations Manager

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Passaro called the meeting to order at 2:01 p.m.

Supervisors Padula, Miranda and Kron were present. Supervisors Skordilis and Kasoker were absent.

**SECOND ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**THIRD ORDER OF BUSINESS**

**Discussion: EV Charging Stations**

Mr. Passaro recalled that, at the last meeting, the Board approved a Charging Station Site Host Agreement with XLR8. Ms. Samuel will speak to changes since then.

Ms. Samuel stated, during due diligence, major issues were noted, including that XLR8 would be core drilling; wants to increase the spaces; would not be providing Level 3 chargers, which was the expectation; and is changing their position on the right of first refusal for the South and North garages. District Staff then contacted and obtained a proposal from City Vitae, which provides superior, sleeker chargers and has better terms and conditions than XLR8.

Ms. Samuel reviewed the pertinent information in the Midtown EV Charging Project Term Summary, including the number and type of chargers that will be installed in both garages, the maximum number of spaces, the proposed implementation and the termination clause. She stated that the installation specifications were forwarded to the District Engineer and Ms. Wald is negotiating the contract with City Vitae and will discuss the red-lined areas.

Ms. Wald distributed the City Vitae Agreement and reiterated that the Charging Station Site Host Agreement, EVaaS Solutions Owned Charging Stations that was previously approved in substantial final form, did not come to fruition and Staff then initiated an agreement with City Vitae, that she redlined and sent back to the vendor. City Vitae's response is pending. Ms. Wald stated that the electricity will go through the CDD's account and noted a \$1,000 retainer that the CDD will charge the vendor twice per year.

Ms. Samuel stated City Vitae will send a printout showing how much electricity they use. Ms. Wald stated it needs to be re-written and be clarified that City Vitae will provide electricity usage data from the EV chargers and the CDD will invoice City Vitae, which is negotiable.

Ms. Wald discussed the vendor's responsibility to repair and replace anything inoperable, the vendor's request for mutual indemnification, sovereign immunity, confidentiality, limitation liability and the difference between termination for cause versus for convenience. She called attention to the exhibits and installation schedule and stated that she provided City Vitae with the information to make the CDD the in-named insured and is awaiting their insurance information.

Ms. Samuel noted that there was some confusion between herself, Ms. Wald and the vendor regarding how the project will be billed. She pushed very hard to have the contractor remove a vandalism clause and install a camera so that the CDD is not responsible for vandalism. Regarding the electricity, based on City Vitae's contracts with other garages and

parking spaces, which is roughly \$2,000 per year, she thinks the CDD should not push for the retainer and should do what the vendor says until the electricity usage reaches \$1,500 and issue a reimbursement if necessary.

Mr. Padula stated, if the vendor is not okay with the retainer, the Board should agree in advance so the deal does not fall apart over that item. He is okay with the indemnification.

Ms. Wald stated, if the Board is comfortable with the Agreement, she suggests approval in substantial final form.

**On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the City Vitae LLC EV Charging Station Installation and Charging Agreement, in substantial form, was approved.**

**FOURTH ORDER OF BUSINESS**

**Consideration of Resolution 2026-01, Implementing Section 190.006(3), Florida Statutes, and Requesting that the Miami-Dade County Supervisor of Elections Conduct the District’s General Elections; Providing for Compensation; Setting Forth the Terms of Office; Authorizing Notice of the Qualifying Period; and Providing for Severability and an Effective Date**

Mr. Passaro presented Resolution 2026-01 and read the title. Seats 1, 2 and 3, currently held by Mr. Padula, Ms. Skordilis and Mr. Miranda, respectively, will be up for election at the November 2026 General Election.

**On MOTION by Mr. Miranda and seconded by Mr. Padula, with all in favor, Resolution 2026-01, Implementing Section 190.006(3), Florida Statutes, and Requesting that the Miami-Dade County Supervisor of Elections Conduct the District’s General Elections; Providing for Compensation; Setting Forth the Terms of Office; Authorizing Notice of the Qualifying Period; and Providing for Severability and an Effective Date, was adopted.**

**FIFTH ORDER OF BUSINESS**

**Presentation of Audited Annual Financial Report for the Fiscal Year Ended September 30, 2024, Prepared by Berger, Toombs, Elam, Gaines & Frank**

Mr. Passaro presented the Audited Financial Report for the Fiscal Year Ended September 30, 2024 and noted the pertinent information. There were no findings, recommendations, deficiencies on internal control or instances of non-compliance; it was a clean audit.

**A. Consideration of Resolution 2026-02, Hereby Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2024**

**On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, Resolution 2026-02, Hereby Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2024, was adopted.**

**SIXTH ORDER OF BUSINESS**

**Discussion/Consideration/Ratification:  
Performance Measures/Standards &  
Annual Reporting Form**

**A. October 1, 2024 - September 30, 2025**

Mr. Passaro noted that the 2025 Goals and Objectives Reporting was completed. Goal 3.3 states that it was achieved but submitted after June 20, 2025.

**On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the 2025 Goals and Objectives Reporting, was ratified.**

**B. October 1, 2025 - September 30, 2026**

Mr. Passaro presented the Goals and Objectives Reporting Fiscal Year 2026 Performance Measures and Standards.

**On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the Goals and Objectives Reporting Fiscal Year 2026 Performance Measures and Standards, were approved.**

**SEVENTH ORDER OF BUSINESS**

**Ratification of Consent Letter for  
Assignment of Digital and Static Directories  
Agreements**

Mr. Passaro stated that the Consent Letter for Assignment of Digital and Static Directories Agreement is to change the assignment from DDR Miami Avenue LLC to CL Collection at Midtown Miami FL, LLC.

On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the Consent Letter for Assignment of Digital and Static Directories Agreements, was ratified.

**EIGHTH ORDER OF BUSINESS**

**Acceptance of Unaudited Financial Statements as of November 30, 2025**

On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the Unaudited Financial Statements as of November 30, 2025, were accepted.

**NINTH ORDER OF BUSINESS**

**Approval of September 9, 2025 Public Hearing and Regular Meeting Minutes**

On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the September 9, 2025 Public Hearing and Regular Meeting Minutes, as presented, were approved.

**TENTH 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. She discussed the status of various improvement projects.

Discussion ensued regarding tree trimming, who is responsible for maintenance of the pathway to Courtland, the City, and forthcoming retailers including a market and Barnes & Noble.

**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.**

Alex Leman, the Engineer managing the stairwell project on the west side of the garage, stated a bid package was sent to five qualified local contractors and they met with three crews on site. One proposal was received so far. He is coordinating with the other contractors to obtain the remaining proposals. Mr. Alvarez stated some of the proposals will be presented at the February 10, 2026 meeting.

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

- **NEXT MEETING DATE: February 10, 2026 at 2:00 PM**
  - **QUORUM CHECK**

**ELEVENTH ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**TWELFTH ORDER OF BUSINESS**

**Supervisors' Requests**

There were no Supervisor's requests.

**THIRTEENTH ORDER OF BUSINESS**

**Adjournment**

**On MOTION by Mr. Padula and seconded by Mr. Kron, with all in favor, the meeting adjourned at 2:48 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair