

**MINUTES OF MEETING  
SHADOWLAWN COMMUNITY DEVELOPMENT DISTRICT**

The Board of Supervisors of the Shadowlawn Community Development District held a Regular Meeting on May 20, 2025 at 2:00 p.m., at Reinhold Corporation, 1845 Town Center Blvd., Suite 105, Fleming Island, Florida 32003.

**Present:**

Liam O'Reilly	Chair
George M. Egan (via telephone)	Vice Chair
Jacob F. Bryan	Assistant Secretary
Cooper Murphy	Assistant Secretary
Peter Williams (via telephone)	Assistant Secretary

**Also present:**

Craig Wrathell	District Manager
Andrew Kantarzhi	Wrathell, Hunt and Associates LLC (WHA)
Katie Buchanan (via telephone)	District Counsel
Megan Maldonado (via telephone)	GreenPointe Developers
Joe Cornelison	GreenPointe Developers
Nick McKenna	GreenPointe Developers
David Caplivski (via telephone)	Grau & Associates
Vinette Hall (via telephone)	Grau & Associates

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Wrathell called the meeting to order at 2:03 p.m.

Supervisors O'Reilly, Bryan and Murphy, were present. Supervisor Williams attended via telephone. Supervisor Egan was not present at roll call.

**SECOND ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**THIRD ORDER OF BUSINESS**

**Consideration of Resolution 2025-04,  
Approving a Proposed Budget for Fiscal**

**Year 2025/2026 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing an Effective Date**

This item was presented following Item 4A.

#### **FOURTH ORDER OF BUSINESS**

**Presentation of Audited Financial Report for Fiscal Year Ended September 30, 2024, Prepared by Grau & Associates**

Mr. Wrathall stated that an updated version of the Audited Financial Report for the Fiscal Year Ended September 30, 2024, containing material changes in the context, was vetted heavily before emailing it to the Board; this version replaces the version in the agenda.

Mr. Caplivski highlighted the changes in the updated version of the Audit and noted the pertinent information. There were no findings, recommendations, deficiencies on internal control or instances of non-compliance; it was an unmodified opinion, known as a clean audit.

**A. Consideration of Resolution 2025-05, Hereby Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2024**

Mr. Williams stated that the emailed version of the Audited Financial Report includes additional clarification on certain items and corrections to typographical errors.

**Mr. Egan joined the meeting at 2:09 p.m., via telephone.**

<p><b>On MOTION by Mr. Williams and seconded by Mr. O'Reilly, with all in favor, Resolution 2025-05, Hereby Accepting the emailed version of the Audited Financial Report for the Fiscal Year Ended September 30, 2024, as amended, was adopted.</b></p>
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- **Consideration of Resolution 2025-04, Approving a Proposed Budget for Fiscal Year 2025/2026 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing an Effective Date**

**This item, previously the Third Order of Business, was presented out of order.**

Mr. Wrathell presented Resolution 2025-03. He reviewed the proposed Fiscal Year 2026 budget, highlighting increases, decreases and adjustments, compared to the Fiscal Year 2025 budget, and explained the reasons for any changes. Further adjustments to the Fiscal Year 2026 budget will be made, subject to the Property Appraiser's rolls reflecting any of the 86 Phase 1A platted lots transitioning from off-roll to on-roll assessments.

**On MOTION by Mr. Bryan and seconded by Mr. O'Reilly, with all in favor, Resolution 2025-04, Approving a Proposed Budget for Fiscal Year 2025/2026 and Setting a Public Hearing Thereon Pursuant to Florida Law for August 19, 2025 at 2:00 p.m., at Reinhold Corporation, 1845 Town Center Blvd., Suite 105, Fleming Island, Florida 32003; Addressing Transmittal, Posting and Publication Requirements; Addressing Severability; and Providing an Effective Date, was adopted.**

#### **FIFTH ORDER OF BUSINESS**

**Consideration of Resolution 2025-04, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2025/2026 and Providing for an Effective Date**

**On MOTION by Mr. O'Reilly and seconded by Mr. Bryan, with all in favor, Resolution 2025-04, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2025/2026 and Providing for an Effective Date, was adopted.**

#### **SIXTH ORDER OF BUSINESS**

**Consideration of Resolution 2025-07, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an effective Date**

Mr. Wrathell presented Resolution 2025-07. He discussed the benefits of the Agreement and noted that the CDD would more likely be the recipient of aid from other governmental entities than a provider of aid. This Agreement was previously approved and is being presented due to some updates to the Agreement.

**On MOTION by Mr. O'Reilly and seconded by Mr. Bryan, with all in favor, Resolution 2025-07, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an effective Date, was adopted.**

▪ **Consideration to Proceed with the Cathedral Oak Parkway Widening Project**

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

Mr. Wrathall and Mr. O'Reilly discussed the County's request for the CDD to widen a portion of Cathedral Oak Parkway to four lanes and fund the \$1.4 million project via mobility fee credits. The Landowner would enter into a Mobility Fee Funding Agreement with the County and then assign that obligation to the CDD to perform the work.

Ms. Buchanan discussed the Agreements necessary to accomplish this task. Mr. O'Reilly stated that this is in the best interest of the CDD and the County, since it will cost less and be completed faster than if the road was opened.

**On MOTION by Mr. Williams and seconded by Mr. O'Reilly, with all in favor, Assignment of the Mobility Fee Funding Agreement related to Cathedral Oak Parkway Widening Project, in a not-to-exceed amount of \$1.4 million, as discussed, was approved.**

**On MOTION by Mr. O'Reilly and seconded by Mr. Murphy, with all in favor, Assignment of the Secure Contract from the Landowner to the CDD, in a not-to-exceed amount of \$1.4 million, subject to the Chair and Staff's review of the scope of work, was approved.**

**On MOTION by Mr. O'Reilly and seconded by Mr. Bryan, with all in favor, the Construction Funding Agreement between the CDD and Cathedral Oak, LLC, in a not-to-exceed amount of \$1.4 million, and authorizing the Chair to execute in final form, subject to District Counsel's review and approval, was approved.**

**SEVENTH ORDER OF BUSINESS**

**Ratification Items**

- A. Amended Budget for the Fiscal Year Beginning October 1, 2024 and Ending September 30, 2025**

Mr. Wrathell stated that further revisions will be made to the Amended budget to include the Cathedral Oak Parkway Widening Project.

**On MOTION by Mr. O'Reilly and seconded by Mr. Bryan, with all in favor, the Amended Budget for the Fiscal Year Beginning October 1, 2024 and Ending September 30, 2025, pending the revision of the Cathedral Oak Parkway Widening \$1.4 Million Project, was ratified.**

Mr. O'Reilly stated most of the ratification items relate to Parcel 61 except Item 7M.

- B. Updated Unaudited Financial Statements as of October 1, 2023 – September 30, 2024**
- C. Updated Financial Statements as of November 30, 2024**
- D. Sun State Nursery Agreement & Landscaping, Inc. Landscape and Irrigation Maintenance Agreement [CR 218 Connector Roadway]**
- E. Clay County Interlocal Agreement Regarding Landscape and Irrigation Maintenance**
- F. Amendment to Funding Agreement Between Clay County, Florida and Reinhold Corporation (Assigned to Shadowlawn CDD) for the Construction of the County Road 218 Extension to Extend the Completion Date to April 30, 2025 (a/k/a Cathedral Oak Parkway)**
- G. Clay County Utility Authority Letter Agreement for Installation of Four (4) Reclaimed Irrigation Water Meters Located Within the Parcel 61/Amberly Subdivision, Phase 1A**
- H. United Land Services Operating, LLC Agreement for Landscape and Irrigation Installation Services**
- I. Onsite Industries, LLC Agreement for Installation of Streetlights**
- J. England-Thims & Miller, Inc. Work Authorizations**
  - I. No. 6 Phase 1B CEI Services**
  - II. No. 6 for CR 218 Extension Roadway Construction Engineering & Inspection Services**
- K. Carter Environmental Services Project Proposal/Authorization Form for Tree Inventory**
- L. Conveyance of CR 218 Extension Phase 2 Utility Improvements to CCUA**
  - I. Certification of Construction Completions**

- II. Developer Assignment of Warranty
- III. Bill of Sale of Utility System
- M. Vallencourt Construction Company, Inc. Change Orders [CR218 Extension Cathedral Oak Parkway]]
  - I. No. 14 Irrigation Repair Costs
  - II. No. 15 Deductive Reconciliation for CDD
- N. Jax Utilities Management, Inc. Change Orders [Reinhold Parcel 61 Phase 1A]
  - I. No. 4 Lift Station Upgrades
  - II. No. 5 repair Under Drain
  - III. No. 6 Sleeve and Electric
- O. Requisitions
  - I. #42: Ferguson Waterworks [\$42,118.00]
  - II. #43: Jax Utilities Management, Inc. [\$933,346.77]
  - III. #44: England-Thims & Miller (ETM) [\$11,025.50]
  - IV. #45: Clay Electric Cooperative, Inc. [\$145,696.92]
  - V. #46: Onsite Industries, LLC [\$11,694.71]
  - VI. #47: Ferguson Waterworks [\$522.00]
  - VII. #48: England-Thims & Miller (ETM) [\$8,454.50]
  - VIII. #49: Carter Environmental Services [\$1,951.70]
  - IX. #50: Jax Utilities Management, Inc. [\$354,941.37]
  - X. #51: Clay Electric Cooperative, Inc. [\$112,000.00]
  - XI. #52: Jax Utilities Management, Inc. [\$381,967.27]
  - XII. #53: England-Thims & Miller (ETM) [\$20,212.47]
  - XIII. #54: Jax Utilities Management, Inc. [\$271,202.01]
  - XIV. #55: England-Thims & Miller (ETM) [\$8,642.29]

<p>On MOTION by Mr. O'Reilly and seconded by Mr. Williams, with all in favor, Ratification Items 7B through 7O.XIV, as described, were ratified.</p>
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Mr. Wrathell stated the Amended Fiscal Year 2024 Budget figures will be reflected in next month's statements. It will be necessary to amend the Fiscal Year 2025 budget.

**On MOTION by Mr. O'Reilly and seconded by Mr. Williams, with all in favor, the Unaudited Financial Statements as of March 31, 2025, were accepted.**

**NINTH ORDER OF BUSINESS****Approval of January 21, 2025 Regular Minutes**

**On MOTION by Mr. Bryan and seconded by Mr. O'Reilly, with all in favor, the January 21, 2025 Regular Meeting Minutes, as presented, was approved.**

**TENTH ORDER OF BUSINESS****Staff Reports****A. District Counsel: Kutak Rock LLP**

Ms. Buchanan presented the Parcel 61 Developer's request for reimbursement of work product, which is itemized in the spreadsheet distributed. She expects the \$2,457,879.34 total value of the Phase 1 Improvements will exceed the actual amount in the construction account.

Mr. O'Reilly stated the acquisition work product is similar to the roadway design acquisition. In response to a question, Ms. Buchanan stated that the deficit can potentially be reimbursed in a future project for a future bond issuance, or it remains part of the Developer's completion obligation to the District.

**On MOTION by Mr. O'Reilly and seconded by Mr. Bryan, with all in favor, authorizing the acquisition of Parcel 61 Phase 1 Improvements Work Product, in substantial form, subject to review and confirmation from the District Engineer and District Counsel that all the expenses are eligible to be reimbursed from bond proceeds, and authorizing preparation and execution of the CDD's standard assignment package, including a Bill of Sale, was approved.**

With the deficit fundings, Ms. Buchanan presented the Parcel 61 Developer's request to proceed with the acquisition of Parcel 61 Phase 2 Work Product, with the understanding that the

Developer reserves the right to have the \$508,017, which is itemized on the same spreadsheet, funded if the costs are included in a future project for a future bond issuance.

**On MOTION by Mr. O'Reilly and seconded by Mr. Bryan, with all in favor, approving acquisition of Parcel 61 Phase 2 Work Product up to \$508,017, subject to review by District Counsel and District Engineer and authorizing the preparation and execution of the CDD's standard assignment package, which includes a Bill of Sale, was approved.**

**B. District Engineer: England-Thims & Miller, Inc.**

There was no report.

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

- **NEXT MEETING DATE: August 19, 2025 at 2:00 PM [Adoption of FY2026 Budget]**
  - **QUORUM CHECK**

**ELEVENTH ORDER OF BUSINESS**

**Board Members' Comments/Requests**

There were no Board Member comments or requests.

**TWELFTH ORDER OF BUSINESS**

**Public Comments**

No members of the public spoke.

**THIRTEENTH ORDER OF BUSINESS**

**Adjournment**

**On MOTION by Mr. Bryan and seconded by Mr. O'Reilly, with all in favor, the meeting adjourned at 2:50 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]





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Secretary/Assistant Secretary



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Chair/Vice Chair