MINUTES OF MEETING
BELLAGIO
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Bellagio Community Development District was held on March 2, 2023, at 9:00 a.m. at the Aragon Clubhouse, 8700 West 35th Court, Hialeah, Florida.

Present and constituting a quorum were:

Eduardo Lavin	Chairman
Jorge Pinos	Assistant Secretary
Victor Llano	Assistant Secretary

Also present were:

Luis Hernandez	District Manager
Ben Quesada	Governmental Management Services
Ginger Wald	District Counsel
Jessica Almendares	Club Manager

FIRST ORDER OF BUSINESS — Oath of Office for Supervisor Elected at the General Election (Seat #1)

SECOND ORDER OF BUSINESS — Roll Call

Mr. Hernandez called the meeting to order, called roll, indicated that Mr. Lavin's oath of office had already been administered prior to starting the meeting in order to have quorum, and the pledge of allegiance was recited.

THIRD ORDER OF BUSINESS — Organizational Matters

A. Consideration of Resolution #2023-01 Certifying Results of the General Election (Seat #1)

Mr. Hernandez: Item #3 is Organizational Matters. The first part we need to take care of is to consider Resolution #2023-01. This resolution provides the results of the general election that took place last November. As a result of that election, only one Supervisor qualified and was elected to Seat #1, which is Eduardo Lavin. So, by approving this resolution, you will be accepting the results of the election. Based on all of that, unless anyone has any questions, the recommendation would be to approve Resolution #2023-01 at this time.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, Resolution #2023-01 01 Certifying Results of the General Election (Seat #1) was approved.

B. Consideration of Resolution #2023-02 Declaring a Vacancy on the Board of Supervisors and Appointing a Qualified Elector to the Vacant Seat (Seat #2)

Mr. Hernandez: Moving forward, we have another resolution, which is Resolution #2023-02. This resolution indicates that no one qualified for Seat #2. Prior to the election, Seat #2 was occupied by Edwin Rivera. So, by approving this resolution, you will be accepting that and his seat will be declared vacant. After we do that, we will be able to address the vacancy if the Board wants to. So, with that explanation, unless anyone has any questions, I will be asking for a motion to approve Resolution #2023-02 at this time.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, Resolution #2023-02 Declaring a Vacancy on the Board of Supervisors and Appointing a Qualified Elector to the Vacant Seat (Seat #2) was approved.

Mr. Hernandez: So, now Seat #2 is vacant.

Mr. Llano: What happens when the seat expires?

Mr. Lavin: You have to run on the ballot.

Mr. Llano: So, he didn't do that?

Mr. Hernandez: Correct. You can either reappoint him or whomever else is qualified. And following up on what Eduardo was saying, the rest of the seats are going to be for November 2024. So, next year, when it is closer to the time to register, my office will be making a public announcement at a CDD Board meeting, and we will remind you to please go ahead and go through the process of qualifying. If no one else runs for the seat, you will win it uncontested. If more than one individual runs for the same seat, you will be on the ballot, and only the residents within the Bellagio CDD will be able to vote and elect the Supervisor. So, with all of that being said, the part I am just trying to let the Board know is that you have a vacant seat, Seat #2, and you have several options. You can leave it vacant and define who you want to appoint at a later time.

Mr. Lavin: No.

Mr. Hernandez: If you want to reappoint Edwin Rivera, you can do that as well, and just make a motion to reappoint him.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, Edwin Rivera was appointed to the vacant seat.

C. Oath of Office for Newly Appointed Supervisor (Seat #2)
D. Consideration of Resolution #2023-03 Electing Officers

Mr. Hernandez: Since Edwin is not here, we will have to defer his oath of office until the next meeting, and we can move on to the next item, which is Resolution #2023-03 Electing Officers. Prior to the election, Eduardo was Chairman, Edwin was Vice Chairman, Jorge, Victor, and Giovanna were Assistant Secretaries, and at the same time, Patti Powers from my office was Treasurer, Luis Hernandez was Secretary, and Rich Hans from my office was also an Assistant Secretary. At this point, you can leave it the same way I just described, or you can make any changes. I just want to remind you that all of the Supervisors have exactly the same powers. The only reason to have a Chair or Vice Chair is for purposes of signatures, which also refer to items the entire Board has already approved. So, if the Board would like to make any changes to the slate, now would be the time to do so. Otherwise, a motion to approve Resolution #2023-03 and to retain the same slate of officers would be in order.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, Resolution #2023-03 Electing Officers was approved; and the slate of officers were elected as follows:

FOURTH ORDER OF BUSINESS — Approval of the Minutes of the July 11, 2022 Meeting

Mr. Hernandez: Moving forward, next we have Approval of the Minutes of the July 11, 2022 Meeting. This would be the time to make any changes, corrections, additions, or deletions. If there are none, a motion to approve the minutes would be in order.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Minutes of the July 11, 2022 Meeting were approved as-presented.

FIFTH ORDER OF BUSINESS **Discussion and if appropriate Approval of Clubhouse Management Agreement with Miami Management, Inc. (dated to start on October 1, 2022)**

Mr. Hernandez: Item #5 is something that has been pending since the last meeting, which is the agreement with Miami Management, Inc. It is pending to define the compensation. Do we have that information yet so the document can be finalized?

Mr. Lavin: Yes.

Mr. Hernandez: Okay, so it will continue to be what the Board already approved. All we need to do is finalize and execute it. The important part for all of you to know is that based on this obligation, the District will be able to define what we are going to be needing for the next fiscal year. So, with that being said, Jessica, I will contact you so we can get that taken care of, and we can move on to the next item.

SIXTH ORDER OF BUSINESS **Consideration of Engagement Letter with Grau & Associates to perform the Audit for Fiscal Year Ending September 30, 2022**

Mr. Hernandez: Since we don't meet that often, the District already went through the process of selecting an auditing firm and since the District is also mandated to have the audit performed by a certain time, for that reason, staff has already verbally approved the auditor, which is Grau & Associates to perform the audit. So, at this point, what I would need from the Board is a motion to approve the engagement letter from Grau & Associates to perform the audit for fiscal year ending September 30, 2022, and by making that motion, it authorizes the appropriate officials to execute it.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the engagement letter with Grau & Associates to perform the audit for fiscal year ending September 30, 2022 was approved.

SEVENTH ORDER OF BUSINESS **Acceptance of Audit for Fiscal Year Ending September 30, 2022**

Mr. Hernandez: Once again, since we don't meet that often, we try to make the meeting as productive as possible. You will see that the audit for fiscal year ending September 30, 2022 is the next item on the agenda. This starts on page 47 of the electronic agenda package. Basically what you have is a clean audit, so unless the Board wants me to go over the details of the audit, all the Board needs to do is accept the audit for the District's records. The validity of any statement made in it is being held by the CPA firm the District is using for the audit, so all the Board is really doing is recognizing that the audit has been presented and provided for the District's records. Based on all of that, if there are no questions, I will be asking the Board for a motion to accept the audit for fiscal year ending September 30, 2022.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the audit for fiscal year ending September 30, 2022 was accepted.

EIGHTH ORDER OF BUSINESS — Appointment of Audit Selection Committee

Mr. Hernandez: This was the last year for the audit process, and every few years we have to go through it all over again. Just to give the newer Supervisors some background, the District needs to have an audit performed. There are several ways to do this. One option is to have the District elect the firm for several years so we don't have to go through this process as often, plus you know more-or-less how much you are going to be spending for purposes of the budget. The Florida Statutes require the Board to appoint an Audit Selection Committee, and the recommendation from staff is to appoint the entire Board as the Audit Selection Committee so you can move forward with the process today. If the Board is in acceptance of that, I would just need a motion to appoint the Bellagio CDD Board as the Audit Selection Committee.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Bellagio CDD Board was appointed as the Audit Selection Committee.

Audit Selection Committee Meeting

A. Opening Audit Selection Committee Meeting

Mr. Hernandez: So, now you are changing hats, and you are no longer acting as the CDD Board of Supervisors. You will be acting as the Audit Selection Committee. Since there is already information from the prior year, whoever does the next audit will have the benefit that all they need to do is check on what the expenditures are for the coming fiscal year, so the comparison is between what happened last year and what happened this year and whether it matches the budget this year. If you already have that set up, it will be much faster. Any CPA can do this, but time is a major factor. With that being said, the first action we will need from the Audit Selection Committee is a motion to open the Audit Selection Committee Meeting.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Audit Selection Committee Meeting was opened.

B. Roll Call

Mr. Hernandez: I do want to indicate for the record that we have Eduardo Lavin, Jorge Pinos, and Victor Llano as the Audit Selection Committee.

C. Ratification of Criteria for Evaluation

Mr. Hernandez: Next we have Ratification of Criteria of Evaluation. The first four are required by the Florida Statutes. Staff has also suggested price as a fifth optional criteria because if all of the rest are equivalent, it often comes down to pricing. With that being said, is there a motion to ratify the criteria?

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the criteria for evaluation were ratified.

D. Ratification of RFP

Mr. Hernandez: The next action I would need is a motion to ratify the RFP. Staff has already advertised to receive proposals since we don’t meet that often. This way, we can move forward and do everything today. Based on that, I will be asking for a motion to ratify staff’s actions to advertise the RFP.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, staff’s actions to advertise the RFP were ratified.

E. Ranking of Respondents to RFP

Mr. Hernandez: Now you will need to rank them. We received two proposals. One from Grau & Associates, which is the firm the CDD has used in the past, and the other from Berger, Toombs, Elam, Gaines, & Frank. Both firms are extremely qualified and have lots of experience working with CDDs, so none of that will probably be determining factors. Grau & Associates has provided the cost for five years for a total of $18,000 while the proposal from Berger, Toombs, Elam, Gaines, & Frank is in the amount of $21,100 for the same five years. At this time, I will ask the Audit Selection Committee to discuss who you want to rank as #1 and #2.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Audit Selection Committee ranked the audit firms were ranked as follows: 1) Grau & Associates and 2) Berger, Toombs, Elam, Gaines, & Frank.

F. Adjournment

Mr. Hernandez: Now we just need a motion to adjourn the Audit Selection Committee Meeting.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Audit Selection Committee Meeting was adjourned.

NINTH ORDER OF BUSINESS Selection of Audit Firms

Mr. Hernandez: Now, coming back to the regular Board meeting, the part I need to let the Supervisors know is that the Audit Selection Committee has ranked Grau & Associates as the #1 choice and Berger, Toombs, Elam, Gaines, & Frank as the #2 choice. By accepting the rankings, you will be authorizing the District to enter into an agreement with Grau & Associates, and if for any reason we cannot do so, we would move on to negotiate with the 2nd choice. Based on that, a motion to accept the recommendation from the Audit Selection Committee would be in order.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the recommendation from the Audit Selection Committee was accepted and the Board authorized the District to enter into an agreement with the #1 ranked firm, and

> if for any reason that wasn't possible, staff was to negotiate with the #2 ranked firm.

TENTH ORDER OF BUSINESS Staff Reports

A. Attorney

Mr. Hernandez: Moving on to Staff Reports. Ginger, do you have anything?

Ms. Wald: Nothing.

B. Engineer

There not being any report, the next item followed.

C. Clubhouse

Mr. Hernandez: Moving on to Clubhouse, there was a proposal to replace the condenser coil. The District has an agreement with AA Advance Air, Inc. They replace the filters and check the AC. What we have received from them is a proposal dated February 14, 2023, and they are requesting to replace the condenser coil. The total cost to do everything is $4,400.00. At the same time, we also need to change the thermostat in the amount of $680.00. Taking advantage of the fact that both items can be done at the same time, the part that I am going to be asking is to authorize this work.

Ms. Wald: A motion to approve the proposals in the amount of $4,400.00 for the coil replacement and $680.00 for the thermostat.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the proposals from AA Advance Air, Inc. to replace the coil condenser in the amount of $4,400.00 for the coil replacement and $680.00 for the thermostat were approved.

Mr. Hernandez: Thank you for that, Ginger. Now the part I want to indicate is that both proposals say that if they are paid within thirty days, we will receive a 10% discount, so please help me make sure we get the invoices on time so we can save some funds.

Ms. Almendares: Yes. There is also the landscaping company issue.

Mr. Hernandez: What happened with them? If something is an emergency, we can approve it and have the Board ratify what needed to be done. As long as we have funds, there are certain expenditures that can be addressed in between meetings, but if we have the ability to present something to the Board first, then we would prefer to do that so the Board can make the decision whether or not to approve something. Jessica, if you can just let us know what is going on because I was told that the company that was providing services quit and just left from what I understand.

Ms. Almendares: No, the standards of what they were doing were not satisfactory.

Mr. Lavin: There were issues on the HOA side.

Mr. Hernandez: So, because they had issues with the HOA, they stopped the services for the CDD, as well?

Mr. Lavin: Yes.

Mr. Hernandez: What is the name of the company?

Mr. Lavin: General Mow.

Mr. Hernandez: It just happened recently?

Mr. Lavin: Yes.

Mr. Hernandez: Okay. We have to send them a termination letter then. We would need a motion from the Board terminating General Mow for cause because the services have stopped. With that being said, a motion would be in order to terminate the landscaping services agreement with General Mow.

Ms. Wald: So you are terminating them with cause?

Mr. Lavin: Lack of service.

Ms. Wald: You have to state on the record what the cause is. What were they not doing correctly under the agreement to terminate them?

Mr. Hernandez: What is it that the HOA did?

Mr. Lavin: We gave them thirty days.

Mr. Hernandez: So, the HOA terminated them? When do they stop services as per the termination date?

Mr. Lavin: They already did as of March 1st. I don't mind giving them another thirty days if need be.

Mr. Hernandez: Then the termination should start thirty days from today. Is there a motion to approve to terminate General Mow as per the clause in the agreement?

On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Board approved terminating the landscaping

> maintenance agreement with General Mow as per the clause related to lack of service and authorized staff to send a termination letter.

Mr. Hernandez: Now who will be the new company to provide maintenance?

Mr. Lavin: EcoLawn.

Mr. Hernandez: We used to have them.

Mr. Lavin: Yes, we did. During COVID he didn't have people, so he told me he couldn't provide services, but now he is good again.

Ms. Wald: So, then a motion to engage landscaping maintenance services with EcoLawn as long as it is within the budgetary constraints.

Mr. Lavin: It is.

> On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Board approved entering into an agreement with EcoLawn for landscaping maintenance services.

Mr. Hernandez: Anything else under Club?

Ms. Almendares: Nope.

Mr. Hernandez: Okay. At the end of the meeting, I will give you my contact information so whenever you need anything from me you have it. Of course, you can also always go to Eduardo.

Ms. Almendares: Sounds good.

D. Manager

Mr. Hernandez: Moving on to Manager, the only part I need to say is at the next meeting, which is in two months, we will be presenting the budget for the next fiscal year. At that meeting, we will go over the expenditures for the District.

ELEVENTH ORDER OF BUSINESS Financial Reports

A. Acceptance of Summary of Invoices

B. Acceptance of Combined Balance Sheet

Mr. Hernandez: Moving on, next we have the Financial Reports. Behind tab A, you will see the summary of invoices, and behind tab B you will find the combined balance sheet. Unless anyone has any questions or concerns, a motion to accept the financials would be in order.

On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the Summary of Invoices and the Combined Balance Sheet were accepted.

TWELFTH ORDER OF BUSINESS Supervisors Requests and Audience Comments

Mr. Hernandez: Are there any requests from the Supervisors at this time? Hearing none, I want to indicate for the record, that there is no audience present.

THIRTEENTH ORDER OF BUSINESS Adjournment

Mr. Hernandez: If there is no further business to discuss, a motion to adjourn would be in order.

On MOTION by Mr. Lavin seconded by Mr. Llano with all in favor, the meeting was adjourned.

Eduardo Lavin (May 15, 2023 15:48 EDT)

Secretary /Assistant Secretary

Chairman / Vice Chairman

05-10-23meetingdocumentstobesigned-Bellagio

Final Audit Report 2023-05-15

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By:	Luis Hernandez (lhernandez@gmssf.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAkMveJucuJpy_ry9YZJ2f1UkUxoKCsp5q

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Signer aragonhoapresident@gmail.com entered name at signing as Eduardo Lavin
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