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BRINSON, SMITH, SMITH,
LEWIS, & STARR, P.A.
KISSIMMEE, FL.

AN ORDINANCE ESTABLISHING THE OVEROAKS COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO CHAPTER 190, FLORIDA STATUTES; SPECIFYING GENERAL AND SPECIAL POWERS OF THE DISTRICT; DESCRIBING THE BOUNDARIES OF THE DISTRICT; NAMING THE MEMBERS OF THE BOARD OF SUPERVISORS; PROVIDING FOR THE ADMINISTRATION, OPERATION AND FINANCING OF THE DISTRICT; PROVIDING FOR SEVERABILITY; PROVIDING AN EFFECTIVE DATE.

WHEREAS, B. TATE OGLE DEVELOPMENT CORP., a Tennessee corporation ("Petitioner"), has petitioned the Osceola County Board of County Commissioners (the "County") to adopt an ordinance establishing the Overoaks Community Development District (the "District") pursuant to Chapter 190, Florida Statutes; and

WHEREAS, the District will constitute a timely, effective, responsive, and economic way to deliver community development services in the area thereby providing a solution to the County's planning, management, and financing needs for delivery of capital infrastructure therein without overburdening the County and its taxpayers; and

WHEREAS, all statements contained in the petition are found to be true and correct; and

WHEREAS, the creation of the District is not inconsistent with any applicable element or portion of the state comprehensive plan or the Osceola County Comprehensive Plan; and

WHEREAS, the area of land within the District is of sufficient size, is sufficiently compact, and is sufficiently contiguous to be developable as one functional interrelated community; and

WHEREAS, the creation of the District is the best alternative available for delivering the community development services and facilities to the area that will be served by the District; and

WHEREAS, the proposed services and facilities to be provided by the District will not be incompatible with the capacity and uses of existing local and regional community development services and facilities; and

WHEREAS, the area that will be served by the District is

amenable to separate special district government, and;

WHEREAS, publication of notice has been given pursuant to Florida Statute 190.005.

NOW, THEREFORE, BE IT ORDAINED by the Board of County Commissioners of Osceola County, Florida:

SECTION 1.

That there is hereby created the Overoaks Community Development District pursuant to Florida Statute Chapter 190 which shall operate in accordance with the charter attached as Exhibit "A" which is hereby adopted by this reference as if set forth in full herein.

SECTION 2. SEVERABILITY

It is declared to be the intent of the Board of County Commissioners that, if any section, subsection, sentence, clause, phrase, or portion of this Ordinance is for any reason held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed a separate, distinct and independent provision, and such holding shall not affect the validity of the remaining portions hereof.

SECTION 3. CONFLICT

Any ordinance or part thereof in conflict with this Ordinance or any part hereof is hereby repealed to the extent of the conflict.

SECTION 4. EFFECTIVE DATE

This Ordinance is effective immediately upon receipt of official acknowledgment of its being filed with the Department of State.

PASSED AND ADOPTED by the Board of County Commissioners of Osceola County, at its regular meeting this 17th day of December, 1990.

(SEAL)

ATTEST:

mel willis
Clerk of the Board

BOARD OF COUNTY COMMISSIONERS
OF OSCEOLA COUNTY, FLORIDA

By: Jim Swan

Chairman

CHARTER

I. COMMUNITY DEVELOPMENT DISTRICT ESTABLISHED.

Pursuant to Chapter 190, Fla. Stat., a community development district, henceforth to be known as the Overoaks Community Development District (the "District"), is established to perform the functions contained in the Petition, Exhibit 1, to the extent authorized by this Ordinance.

II. GENERAL AND SPECIAL POWERS

The powers of the District shall be limited to the provisions of Chapter 190, Fla. Stat., and any other applicable laws, rules and regulations, as each may hereafter be amended.

A. General Powers. The District shall have, and the District Board of Supervisors (the "District Board") may exercise, the following powers:

1. To sue and be sued in the name of the District; to adopt and use a seal and authorize the use of a facsimile thereof; to acquire, by purchase, gift, devise, or otherwise, real and personal property, or any estate therein; and to make and execute contracts and other instruments necessary or convenient to the exercise of its powers.
2. To apply for coverage of its employees under the state retirement system in the same manner as if such employees were state employees, subject to necessary action by the District to pay employer contributions into the state retirement fund.
3. To contract for the services of consultants to perform planning, engineering, legal, or other appropriate services of a professional nature. Such contracts shall be subject to the requirements of state law relating to public bidding.
4. To borrow money and accept gifts; to apply for and use grants or loans of money or other property from the United States, the state, a unit of local government, or any person for any district purposes and enter into agreements required in connection therewith; and to hold, use, and dispose of such moneys or

property for any district purposes in accordance with the terms of the gift, grant, loan, or agreement relating thereto.

5. To adopt bylaws, rules, resolutions, and orders pursuant to the provisions of Chapter 120, Fla. Stat., prescribing the powers, duties and functions of the officers of the District; the conduct of the business of the District; the maintenance of records; and the form of certificates evidencing tax liens and all other documents and records of the District. The District Board may adopt administrative rules and regulations with respect to any of the projects of the District and define the area to be included therein on such notice as is required for elections and public hearings.
6. To maintain an office at such place or places as it may designate within Osceola County in which the District is located, which office must be reasonably accessible to the landowners.
7. To hold, control, and acquire by donation, purchase or condemnation any public easements, dedications to public use, platted reservations for public purposes, or any reservations for those purposes authorized by this Charter and to make use of such easements, dedications, or reservations for any of the purposes authorized by this Charter.
8. To lease as lessor or lessee to or from any person, firm, corporation, association, or body, public or private, any projects of the type that the District is authorized to undertake and facilities or property of any nature for the use of the District to carry out any of the purposes authorized by this Charter.
9. To borrow money and issue bonds, certificates, warrants, notes, or other evidence of indebtedness as provided in Chapter 190, Fla. Stat. to levy such tax and special assessments as may be authorized; and to charge, collect, and enforce fees and other user charges.

10. To raise, by user charges or fees authorized by resolution of the District Board, amounts of money which are necessary for the conduct of the District activities and services and to enforce their receipt and collection in the manner prescribed by resolution not inconsistent with law.
11. To exercise within the District, or beyond the District with prior approval by resolution of the Board of County Commissioners if the taking will occur in an unincorporated area or with prior approval by resolution of the governing body of the municipality if the taking will occur within a municipality, the right and power of eminent domain, pursuant to the provisions of Chapters 73 and 74, Fla. Stat., over any property within the state, except municipal, county, state, and federal property, for the uses and purposes of the District relating solely to water, sewer, district roads, and water management, specifically including, without limitation, the power for the taking of easements for the drainage of the land of one person over and through the land of another.
12. To cooperate with, or contract with, other governmental agencies as may be necessary, convenient, incidental, or proper in connection with any of the powers, duties, or purposes authorized by this Charter.
13. To assess and impose upon lands in the District ad valorem taxes, benefits taxes, and maintenance taxes as provided by this Charter and Chapter 190, Fla. Stat.
14. To impose and foreclose special assessment liens as provided by this Charter and Chapter 190, Fla. Stat. or to impose, collect and enforce non-ad valorem assessments pursuant to the provisions of § 197.3632 and § 197.3635, Fla. Stat.
15. To exercise all of the powers necessary, convenient, incidental, or proper in connection with any of the powers, duties, or purposes authorized by this Charter.

16. To exercise such special powers as may be authorized by this Charter.

B. Special Powers. The District shall have, and the District Board may exercise, subject to the regulatory jurisdiction and permitting authority of all applicable governmental bodies, agencies, and special districts having authority with respect to any area included in the Petition and Chapter 190, Fla. Stat. any or all of the following special powers relating to public improvements and community facilities authorized by this Charter:

1. To finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, and maintain systems and facilities for the following basic infrastructures:
 - (a) Water management and control for the lands within the District and to connect some or any of such facilities with roads and bridges.
 - (b) Water supply, sewer, and wastewater management, or any combination thereof, and to construct and operate connecting intercepting or outlet sewers and sewer mains and pipes and water mains, conduits, or pipelines in, along, and under any street, alley, highway, or other public place or ways, and to dispose of any effluent, residue, or other byproducts of such system or sewer system.
 - (c) Bridges or culverts that may be needed across any drain, ditch, canal, floodway, holding basin, excavation, public highway, tract, grade, fill, or cut and roadways over levees and embankments, and to construct any and all of such works and improvements across, through, or over any public right-of-way, highway, grade, fill, or cut.
 - (d) District roads equal to or exceeding the specifications of the county in which such district roads are located, and street lights.

(e) Any other project within or without the boundaries of a district when a local government issued a development order pursuant to §380.06 to §380.061, Fla. Stat., approving or expressly requiring the construction or funding of the project by the district, or when the project is the subject of an agreement between the district and a governmental entity and is consistent with the local government comprehensive plan of the local government within which the project is to be located.

2. To plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, and maintain additional systems and facilities for:

(a) Parks and facilities for indoor and outdoor recreational, cultural, and educational uses.

(b) Fire prevention and control, including fire stations, water mains and plugs, fire trucks and other vehicles and equipment.

(c) School buildings and related structures, which may be leased, sold, or donated to the school district, for use in the educational system when authorized by the district school board.

(d) Security, including but not limited to, guardhouses, fences and gates, electronic intrusion - detection systems and patrol cars, when authorized by proper governmental agencies; except that the District may not exercise any police power, but may contract with the appropriate local general-purpose government agencies for an increased level of such services within the District boundaries.

(e) Control and elimination of mosquitos and other arthropods of public health importance.

(f) Waste collection and disposal.

3. To adopt and enforce appropriate rules following the procedures of Chapter 120, Fla. Stat., in connection with the provision of one or more services through its systems and facilities.

C. That the exercise by the District of its powers shall comply with all applicable governmental laws, rules, regulations and policies governing planning and permitting of the development to be serviced by the District and any infrastructure pursuant to this section, including plans submittal, review, and approval.

The District does not have or exercise any zoning or development permitting power. All County planning, building, environmental, and land development laws, regulations, and ordinances apply to all development of land within the District and any infrastructure referenced in this section including plans submittal, review, and approval. The District shall take no action which is inconsistent with the Comprehensive Plan.

III. BOUNDARIES OF THE DISTRICT

The District shall consist of all properties located within the area described in Exhibit 2.

IV. BOARD OF SUPERVISORS

The Board of Supervisors (the District Board) shall be the governing Board of the District or if such Board has been abolished, the District Board, body, or Commission succeeding to the principal functions thereof or to whom the powers given to the principal functions thereof or to whom the powers given to the District Board by this Charter have been given by law. The District Board shall exercise the powers granted to the District pursuant to this Charter and Chapter 190, Fla. Stat.

A. Membership.

1. A member of the District Board must be a resident of the State of Florida and a citizen of the United States.
2. The initial District Board shall consist of the following five (5) members:
 - a. Mr. B. Tate Ogle
 - b. Mr. Richard Hollowell
 - c. Ms. Jo Ann Overstreet
 - d. Mr. Jennings Overstreet

e. **Mr. Steven Fayne**

Except as otherwise provided herein, each member shall hold office for a term of four (4) years and until his successor is chosen and qualifies.

3. Within ninety (90) days following the effective date of this Charter, there shall be held a meeting of the landowners of the District for the purpose of electing five (5) supervisors for the District. Notice of the landowners' meeting shall be published once a week for two (2) consecutive weeks in a newspaper which is in general circulation in the area of the District, the last day of such publication to be not fewer than fourteen (14) days or more than twenty eight (28) days before the date of the election. The landowners, when assembled at such meeting, shall organize by electing a chairman who shall conduct the meeting. At such meeting, each landowner shall be entitled to cast one vote per acre of land owned by him and located within the District for each person to be elected. A landowner may vote in person or by proxy in writing. A fraction of an acre shall be treated as one (1) acre, entitling the landowner to one vote with respect thereto. The two candidates receiving the highest number of votes shall be elected for a period of four (4) years, and the three candidates receiving the next largest number of votes shall be elected for a period of two (2) years. There shall be an election of supervisors for the District every two (2) years thereafter on the first Tuesday in November. The two candidates receiving the highest number of votes shall be elected to serve for a four (4) year period and the remaining candidate elected shall serve for a two (2) year period.
4. If the District Board proposes to exercise the ad valorem taxing power authorized by §190.021, Fla. Stat., the District Board shall call an election at which the members of the District Board will be elected. Such election shall be held in conjunction

with a primary or general election unless the District bears the cost of a special election. Each member shall be elected by the qualified electors of the District for a term of four (4) years, except that at the first such election, three (3) members shall be elected for a period of four (4) years and two (2) members shall be elected for a period of two (2) years. All elected Board members must be qualified electors of the District.

5. Members of the District Board shall be known as supervisors and, upon entering into office, shall take and subscribe to the oath of office as prescribed by law. They shall hold office for the terms for which they were elected or appointed and until their successors are chosen and qualified. If, during the term of office, a vacancy occurs, the remaining members of the District Board shall fill the vacancy by an appointment for the remainder of the unexpired term.
6. A majority of the members of the District Board constitutes a quorum for the purposes of conducting its business and exercising its powers and for all other purposes. Action taken by the District shall be upon a vote of a majority of the members present unless general law or a rule of the District requires a greater number.
7. As soon as practicable after each election or appointment, the District Board shall organize by electing one of its members as chairman and by electing a secretary, who need not be a member of the District Board, and such other officers as the District Board may deem necessary.
8. The District Board shall keep a permanent record book entitled "Record of Proceedings of Overoaks Community Development District," in which shall be recorded minutes of all meetings, resolutions, proceedings, certificates, bonds given by all employees, and any and all corporate acts. The record book shall at reasonable times be opened to inspection in the same

manner as state, county, and municipal records pursuant to Chapter 119, Fla. Stat. The record book shall be kept at the office or other regular place of business maintained by the District board in Osceola County.

9. Each supervisor shall be entitled to receive for his or her services an amount not to exceed \$100 per month or an amount established by the electors at referendum. In addition, each supervisor shall receive travel and per diem expenses as set forth in §112.061, Fla. Stat.
10. All meetings of the District Board shall be open to the public and governed by the provisions of Chapter 286, Fla. Stat.

B. Duties.

1. The Board shall employ, and fix the compensation of, a District Manager. The District Manager shall have charge and supervision of the works of the District and shall be responsible for preserving and maintaining any improvement or facility constructed or erected pursuant to the provisions of this Charter for maintaining and operating the equipment owned by the District, and for performing such other duties as may be prescribed by the Board. It shall not be a conflict of interest under Chapter 112, Fla. Stat., for a Board member or the District manager or another employee of the District to be a stockholder, officer, or employee of a landowner. The District Manager may hire or otherwise employ and terminate the employment of such other persons including, without limitation, professional, supervisory, and clerical employees, as may be necessary and authorized by the District Board. The compensation and other conditions of employment of the officers and employees of the District shall be as provided by the District Board.
2. The District Board shall designate a person who is a resident of the state as treasurer of the District, who shall have charge

of the funds of the District. Such funds shall be disbursed only upon the order, or pursuant to the resolution, of the District Board by warrant or check countersigned by the treasurer and by such other person as may be authorized by the District Board. The District Board may give the treasurer such other or additional powers and duties as the District Board may deem appropriate and may fix his compensation. The District Board may require the treasurer to give a bond in such amount, on such terms, and with such sureties as may be deemed satisfactory to the District Board to secure the performance by the treasurer of his powers and duties. The financial records of the District Board shall be audited by an independent certified public accountant at least once a year.

3. The District Board is authorized to select as a depository for its funds any qualified public depository as defined in §280.02, Fla. Stat., which meets all requirements of Chapter 280, Fla. Stat., and has been designated by the Treasurer as a qualified public depository, upon such terms and conditions as to the payment of interest by such depository upon the funds so deposited as the District Board may deem just and reasonable.

V. OPERATION, AND FINANCING

The powers, governing body, operation, duration, accountability, requirements for disclosure, and termination of the District shall be in accordance with general law.

A. Operation.

The District shall operate in accordance with all applicable laws, rules, regulations and resolutions.

B. Financing.

1. Budget.

- a. The District shall provide financial reports in such form and such manner as prescribed pursuant to Chapters 218 and 190, Fla. Stat., as amended.

- b. On or before each July 15, the District Manager shall prepare a proposed budget for the ensuing fiscal year to be submitted to the District Board for approval. The proposed budget shall include at the direction of the District Board an estimate of all necessary expenditures of the District for the ensuing fiscal year and an estimate of income to the District from the taxes and assessments provided in Chapter 190, Fla. Stat. The District Board shall consider the proposed budget item by item and may either approve the budget as proposed by the District Manager or modify the same in part or in whole. The District Board shall indicate its approval of the budget by resolution, which resolution shall provide for a hearing on the budget as approved. Notice of the hearing on the budget shall be published in a newspaper of general circulation in the area of the District once a week for two (2) consecutive weeks, except that the first publication shall be not fewer than fifteen (15) days prior to the date of the hearing. The notice shall further contain a designation of the day, time and place of the public hearing. At the time and place designated in the notice, the District Board shall hear all objections to the budget as proposed and may make such changes as the District Board deems necessary. At the conclusion of the budget hearing, the District Board shall, by resolution, adopt the budget as finally approved by the District Board. The budget shall be adopted prior to October 1 of each year.
- c. At least sixty (60) days prior to adoption, the District Board shall submit to Osceola County for purposes of disclosure and information only, the proposed annual budget for the ensuing fiscal year and any proposed long-

term financial plan or program of the District for future operations.

- d. Osceola County may review the proposed annual budget and any long-term financial plan or program and may submit written comments to the District Board for its assistance and information in adopting its annual budget and long-term financial plan or program.

2. Disclosure of Public Financing.

The District shall take affirmative steps to provide for the full disclosure of information relating to the public financing and maintenance of improvements to real property undertaken by the District. Such information shall be made available to all existing or prospective residents in the land area under jurisdiction of the District. Any developer of residential land within the boundaries of the District, when required by law to provide a public offering statement, shall include such information relating to the public financing and maintenance of improvements in the public offering statement.

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EXHIBITS

1. **Petition**
2. **Legal Description**