



**KEYS EDGE
COMMUNITY DEVELOPMENT
DISTRICT**

**MIAMI-DADE COUNTY
LANDOWNERS' MEETING
NOVEMBER 15, 2023
3:00 P.M.**

Special District Services, Inc.
8785 SW 165th Avenue, Suite 200
Miami, FL 33193

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AGENDA
KEYS EDGE COMMUNITY DEVELOPMENT DISTRICT
Conference Room
1200 NW 4th Street
Homestead, Florida 33030
LANDOWNERS' MEETING
November 15, 2023
3:00 p.m.

- A. Call to Order
- B. Proof of Publication.....Page 1
- C. Establish Quorum
- D. Consider Adoption of Election Procedures.....Page 2
- E. Election of Chairperson for Landowners' Meeting
- F. Election of Secretary for Landowners' Meeting
- G. Approval of Minutes
 - 1. November 17, 2021 Landowners' Meeting Minutes.....Page 5
- H. Election of Supervisors
 - 1. Determine Number of Voting Units Represented or Assigned by Proxy.....Page 8
 - 2. Nomination of Candidates
 - 3. Casting of Ballots.....Page 9
 - 4. Ballot Tabulations
- I. Certification of the Results
- J. Landowners' Closing Comments
- K. Adjourn

KEYS EDGE COMMUNITY DEVELOPMENT DISTRICT
NOTICE OF LANDOWNERS' MEETING &
REGULAR BOARD MEETING

NOTICE IS HEREBY GIVEN that the Keys Edge Community Development District (the "District") will hold a Landowners' Meeting and Regular Board Meeting at 3:00 p.m., or as soon thereafter as can be heard, on November 15, 2023, in the Conference Room located at 1200 NW 4 Street, Homestead, Florida 33030.

The primary purpose of the Landowners' Meeting is to elect three (3) Supervisors to the Board of Supervisors (the "Board") for the District. The purpose of the Regular Board Meeting is for the Board to consider any other District business which may lawfully and properly come before the Board. Copies of the Agendas for these meetings may be obtained from the District's website or by contacting the District Manager at 561-630-4922 and/or toll free at 1-877-737-4922, prior to the date of these meetings.

The meetings are open to the public and will be conducted in accordance with the provisions of Florida law for Community Development Districts. The meetings may be continued as found necessary to a date, time and place specified on the record. Also, there may be occasions when Staff and/or Board members may participate by speaker telephone.

If any person decides to appeal any decision made with respect to any matter considered at these meetings, such person will need a record of the proceedings and such person may need to insure that a verbatim record of the proceedings is made at his or her own expense and which record includes the testimony and evidence on which the appeal is based.

In accordance with the provisions of the Americans with Disabilities Act, any person requiring special accommodations or an interpreter to participate at these meetings should contact the District Manager at 561-630-4922 and/or 1-877-737-4922 at least seven (7) days prior to the date of these particular meetings.

KEYS EDGE COMMUNITY DEVELOPMENT DISTRICT

www.keysedgecdd.org

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SPECIAL DISTRICT (CDD) ELECTION PROCEDURES

1. Landowners' Meeting

In accordance with the provisions of Chapter 190, Florida Statutes, it is required that an initial meeting of the Landowners of the District be held within ninety (90) days following the effective date of the rule or ordinance establishing the District and thereafter every two years during the month of November for the purpose of electing Supervisors. The second election by landowners shall be held on the first Tuesday in November; thereafter, there shall be an election of supervisors every two years in November on a date established by the Board of Supervisors. The assembled Landowners shall organize by electing a Chairperson, who shall preside over the meeting; and a Secretary shall also be elected for recording purposes.

2. Establishment of Quorum

Any Landowner(s) present or voting by proxy shall constitute a quorum at the meeting of the Landowners.

3. Nomination of Candidates

At the meeting, the Chairperson shall call for nominations from the floor for Candidates for the Board of Supervisors. When there are no further nominations, the Chairperson shall close the floor for nominations. The names of each Candidate and the spelling of their names shall be announced. Nominees need not be present to be nominated.

4. Voting

Each Landowner shall be entitled to cast one vote for each acre (or lot parcel), or any fraction thereof, of land owned by him or her in the District, for each open position on the Board. (For example, if there are three positions open, an owner of one acre or less (or one lot parcel) may cast one vote for each of the three positions. An owner of two acres (or two lot parcels) may cast two votes for each of the three positions.) Each Landowner shall be entitled to vote either in person or by a representative present with a lawful written proxy.

5. Registration for Casting Ballots

The registration process for the casting of ballots by Landowners or their representatives holding their proxies shall be as follows:

- a) At the Landowners' Meeting and prior to the commencement of the first casting of ballots for a Board of Supervisor position, each Landowner, or their representative if proxies are being submitted in lieu thereof, shall be directed to register their attendance and the total number of votes by acreage (or lot parcels) to which each claims to be entitled, with the elected Secretary of the meeting or the District's Manager.

- b) At such registration, each Landowner, or their representative with a lawful proxy, shall be provided a numbered ballot for the Board of Supervisor position(s) open for election. A District representative will mark on the ballot the number of votes that such Landowner, or their representative, is registered to cast for each Board of Supervisor position open for election.
- c) All Landowner proxies shall be collected at the time of registration and retained with the Official Records of the District for subsequent certification or verification, if required.

6. Casting of Ballots

Registration and the issuance of ballots shall cease once the Chairperson calls for the commencement of the casting of ballots for the election of a Board of Supervisor and thereafter no additional ballots shall be issued.

The Chairperson will declare that the Landowners, or their representatives, be requested to cast their ballots for the Board of Supervisor(s). Once the ballots have been cast, the Chairperson will call for a collection of the ballots.

7. Counting of Ballots

Following the collection of ballots, the Secretary or District Manager shall be responsible for the tabulation of ballots in order to determine the total number of votes cast for each candidate that is seeking election.

At the second and subsequent landowner elections*, the two candidates receiving the highest number of votes will be declared by the Chairperson as elected to the Board of Supervisors for four-year terms. The candidate receiving the next highest number of votes will fill the remaining open position on the Board of Supervisors for a two-year term, as declared by the Chairperson.

* At the final landowner election (*after the 6th or 10th year*), the candidate receiving the highest number of votes will be elected to the Board of Supervisors for a four-year term (two supervisors are elected by General Election).

8. Contesting of Election Results

Following the election and announcement of the votes, the Chairperson shall ask the Landowners present, or those representatives holding proxies for Landowners, whether they wish to contest the election results. If no contests are received, said election results shall thereupon be certified.

If there is a contest, the contest must be addressed to the Chairperson and thereupon the individual casting a ballot that is being contested will be required to provide proof of ownership of the acreage for which they voted at the election within five (5) business days of the Landowners' Meeting. The proof of ownership shall be submitted to the District Manager who will thereupon consult with the District's General Counsel and together they will review the material provided and will determine the legality of the contested ballot(s). Once the contests are resolved, the Chairperson shall reconvene the Landowners' Meeting and thereupon certify the election results.

9. Recessing of Annual Landowners' Meeting

In the event there is a contest of a ballot or of the election, the Landowners' Meeting shall be recessed to a future time, date and location, at which time the election findings on the contest shall be reported in accordance with the procedure above and the newly elected Supervisor(s) shall thereupon take their Oath of Office.

10. Miscellaneous Provisions

- a) Each Landowner shall only be entitled to vote in person or by means of a representative attending in person and holding a lawful written proxy in order to cast said Landowner's votes.
- b) Proxies will not require that proof of acreage (or lot parcel) ownership be attached. Rather, proof of ownership must be provided timely by the holder of the proxy, if the proxy is contested in accordance with the procedure above.

**KEYS EDGE COMMUNITY DEVELOPMENT DISTRICT
LANDOWNERS' MEETING
NOVEMBER 17, 2021**

A. CALL TO ORDER

District Manager Nancy Nguyen called the November 17, 2021, Landowners' Meeting of the Keys Edge Community Development District (the "District") to order at 3:01 p.m. in the Conference Room at 1200 NW 4th Street, Homestead, Florida 33030.

B. PROOF OF PUBLICATION

Ms. Nguyen presented proof of publication that notice of the Landowners' Meeting had been published in the *Miami Daily Business Review* on October 20, 2021, and October 27, 2021, *as legally required*.

C. ESTABLISH A QUORUM

Ms. Nguyen stated that the attendance of Alan Rodriguez, Proxy Holder representing Onx Odagled Grand Palms II, LLC, legal owner of land in the District who represented 80.874+/- acres, was present and therefore, constituted a quorum and it was in order to proceed with the Landowners' Meeting.

Also in attendance were: District Manager Nancy Nguyen of Special District Services, Inc.; General Counsel Gregory George of Billing, Cochran, Lyles, Mauro & Ramsey, P.A.; Miriam Lopez, Miami, Florida; and Sentel Mays, Miami, Florida.

D. CONSIDER ADOPTION OF ELECTION PROCEDURES

Ms. Nguyen presented the Election Procedures and requested that the Proxy Holder review and approve same. Mr. Rodriguez reviewed the Election Procedures and stated that the procedures were acceptable, *as presented*.

E. ELECTION OF CHAIR FOR LANDOWNERS' MEETING

Ms. Nguyen stated that it would now be in order to elect a Chairperson to preside over the Landowners' Meeting. Mr. Rodriguez elected Ms. Nguyen to serve as Chairperson for the Landowners' Meeting. Ms. Nguyen accepted said position.

F. ELECTION OF SECRETARY FOR SECOND LANDOWNERS' MEETING

Ms. Nguyen stated that it would be in order to elect a Secretary for the purpose of conducting and recording the events of the Landowners' Meeting. Mr. Rodriguez elected Ms. Nguyen to serve as Secretary. Ms. Nguyen accepted said position.

G. APPROVAL OF MINUTES

1. November 14, 2019, Landowners' Meeting

Ms. Nguyen presented the minutes of the November 14, 2019, Landowners' Meeting and asked if there were any corrections or additions. There being no changes, Mr. Rodriguez approved the November 14, 2019, Landowners' Meeting Minutes, *as presented*.

H. ELECTION OF SUPERVISORS

1. Determine Number of Voting Units Represented or Assigned by Proxy

Ms. Nguyen stated that there were a total of 81 voting units being represented at the Landowners' Meeting by the Proxy Holder on behalf of Onx Odagled Grand Palms II, LLC.

2. Nomination of Candidates

Ms. Nguyen stated that the terms of office for Alan Rodriguez (Seat #1), Sentel Mays (Seat #2) and one (1) vacant seat (Seat #4) were expiring and it would be in order to nominate candidates to fill the expiring terms of office.

Mr. Rodriguez nominated himself, Sentel Mays and Glen Seiler for election to the Board of Supervisors. Ms. Nguyen called for additional nominations from the floor. There being no further nominations, Ms. Nguyen closed the nomination portion of the Landowners' Meeting.

3. Casting of Ballots

Ms. Nguyen stated that it would now be in order to cast ballots for the nominated candidates: *Alan Rodriguez (assigned to Seat #1)*, *Sentel Mays (assigned to Seat #2)*, and *Glen Seiler (assigned to Seat #4)*. Ms. Nguyen stated that the two (2) candidates receiving the highest number of votes would serve four-year terms of office, expiring in November 2025; and the remaining candidate receiving the next highest number of votes would serve a two-year term of office, expiring in November 2023. The term of office of the successful candidates would commence upon election.

4. Ballot Tabulations

Ms. Nguyen tabulated the ballots and announced that *Alan Rodriguez* had received **81 votes**; *Sentel Mays* had received **80 votes**; and *Glen Seiler* had received **81 votes**. Ms. Nguyen then stated that *Mr. Rodriguez* and *Mr. Seiler* would each serve four (4) year terms, which terms would expire in November 2025; and *Mr. Mays* would serve a two (2) year term of office, which term would expire in November 2023.

I. CERTIFICATION OF RESULTS

Ms. Nguyen asked the Proxy Holder and others in attendance if there were any objections to the procedures or results of the election. There being no comments or objections to the election results or procedures, Ms. Nguyen announced that the election results were complete, final and declared certified.

J. LANDOWNERS' COMMENTS

There were no comments from the Proxy Holder.

K. ADJOURNMENT

There being no further business to discuss, Ms. Nguyen, acting Chairperson for the Landowners' Meeting, adjourned the meeting at approximately 3:25 p.m.. There were no objections.

Secretary/Assistant Secretary

Chairperson/Vice Chairperson

LANDOWNER PROXY

**KEYS EDGE COMMUNITY DEVELOPMENT DISTRICT
LANDOWNERS' MEETING**

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, the fee simple owner of the lands described herein, hereby constitutes and appoints _____ (“Proxy Holder”) for and on behalf of the undersigned, to vote as proxy at the meeting of the landowners of the **Keys Edge Community Development District** to be held on **November 15, 2023 at 3:00 p.m.** in the Conference Room located at 1200 NW 4th Street, Homestead, Florida 33030 and at any adjournments thereof, according to the number of acres of unplatted land and/or platted lots owned by the undersigned landowner which the undersigned would be entitled to vote if then personally present, upon any question, proposition, or resolution or any other matter or thing which may be considered at said meeting including, but not limited to the Board of Supervisors. Said Proxy Holder may vote in accordance with their discretion on all matters not known or determined at the time of solicitation of this proxy, which may be legally considered at said meeting.

This proxy is to continue in full force and effect from the hereof until the conclusion of the above noted landowners’ meeting and any adjournment or adjournments thereof, but may be revoked at any time by written notice of such revocation presented at the annual meeting prior to the Proxy Holder exercising the voting rights conferred herein.

Print Name of Legal Owner/Entity

Signature of Authorized Individual and/or Legal Owner

Date

Parcel Description*

of Acres/Units

*Insert in the space above the street address of each parcel, the legal description of each parcel, or the tax identification number of each parcel. [If more space is needed, identification of Parcels owned may be incorporated by reference to an attachment hereto.]

Pursuant to section 190.006(2) (b), *Florida Statutes* (2023), a fraction of an acre is treated as one (1) acre entitling the landowner to one vote with respect thereto.

TOTAL NUMBER OF AUTHORIZED VOTES: _____

Please note that each eligible acre of land or fraction thereof is entitled to only one vote, for example, a husband and wife are together entitled to only one vote per their residence if it is located on one acre or less of real property.

If the Legal Owner is not an individual, and is instead a corporation, limited liability company, limited partnership or other entity, evidence that the individual signing on behalf of the entity has the authority to do so should be attached hereto. (e.g. bylaws, corporate resolution, etc.)

OFFICIAL BALLOT

BALLOT # _____

**KEYS EDGE COMMUNITY DEVELOPMENT DISTRICT
LANDOWNERS' MEETING
ELECTION OF BOARD SUPERVISORS**

NOVEMBER 15, 2023

The undersigned certifies that he/she is the owner (___) **or** duly authorized **representative of lawful proxy of an owner** (___) of land (real property) within the **Keys Edge Community Development District**, constituting acre(s)/unit(s)/lot(s) and hereby casts up to the corresponding number of his/her vote(s) for the following candidate/candidates to hold the above-named open Board position(s):

Name of Candidate

Number of Votes

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

{The two (2) candidates receiving the highest number of votes shall be elected for a four (4) year term each; the candidate receiving the next highest number of votes shall be elected for a two (2) year term.}

Signature: _____

Printed Name: _____

Street Address or Tax Parcel Id Number for your Real Property:

