

MINUTES OF THE JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF POWHATON ROAD METROPOLITAN DISTRICT NOS. 1, 3, 4 AND 7

Held: Tuesday, December 19, 2023, at 5:00 p.m.

The meeting was held via teleconference.

Attendance

The joint Regular meeting of the Boards of Directors of Powhaton Road Metropolitan District No. 1 (“District No. 1”), Powhaton Road Metropolitan District No. 3 (“District No. 3”), Powhaton Road Metropolitan District No. 4 (“District No. 4”) and Powhaton Road Metropolitan District No. 7 (“District No. 7”) was called and held as shown above and in accordance with the applicable laws of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

James Spehalski
Roger Hollard
CJ Kirst

Also present were:

Kristin Bowers Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Ann Finn and Sarah Warner, Public Alliance, LLC; Diane Wheeler, Simmons & Wheeler, PC.

Call to Order

It was noted that a quorum of the Boards was present, and the meeting was called to order at 5:41 p.m.

Combined Meeting

The Boards of Directors of District Nos. 1, 3, 4 and 7 have determined to hold joint meetings of District Nos. 1, 3, 4 and 7 and to prepare joint minutes of action taken by District Nos. 1, 3, 4 and 7. Unless otherwise noted herein, all official action reflected in these minutes is the action of District Nos. 1, 3, 4 and 7. Where necessary, action taken by an individual District will be reflected in these minutes.

Conflict of Interest Disclosures

Attorney Tompkins advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Tompkins reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards.

Attorney Tompkins inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Agenda

The Boards reviewed the proposed agenda.

Following discussion, upon a motion duly made by Director Spehalski, seconded by Director Hollard, and upon vote, unanimously carried, the Boards of District Nos. 1, 3, 4 and 7 approved the agenda, as presented.

Public Comment

There was no public in attendance.

Consent Agenda

The following items on the consent agenda were considered routine or administrative. Following a summary by Ms. Finn, upon motion duly made Director Kirst, seconded by Director Spehalski, and upon vote, unanimously carried, the Boards took the following actions:

- Approved of Regular Meeting Minutes from the August 1, 2023 meeting and Annual Meeting from November 14, 2023 meeting.
- Ratified approval of 2022 Audit Exemption Applications.

Legal Matters

First Amendment to the Management Services Agreement with Public Alliance LLC for Management Services: The Board reviewed a First Amendment to the Management Services Agreement with Public Alliance LLC for management services.

Following discussion, upon motion made by Director Spehalski, seconded by Director Kirst and, upon vote, unanimously carried, the Boards approved the First Amendment to the Management Services Agreement with Public Alliance LLC for management services.

Resolution No. 2023-11-01: 2024 Annual Administrative Resolution: The Board reviewed Resolution No. 2023-11-01: 2024 Annual Administrative Resolution.

Following discussion, upon motion made by Director Hollard, seconded by Director Kirst and, upon vote, unanimously carried, the Boards adopted Resolution No. 2023-11-01: 2024 Annual Administrative Resolution.

2024 Regular Meeting Dates: The Board entered into discussion regarding business to be conducted in 2024.

Following discussion, upon a motion duly made by Director Hollard, seconded by Director Kirst, and upon vote, unanimously carried, the Board determined to meet at 5:00 p.m. on the first Tuesday of every other month beginning in February via Zoom.

Management Matters

General Liability Schedule and Limits and Authorize Approval to Bind Coverage: The Board reviewed a General Liability Schedule and Limits and Authorize Approval to Bind Coverage.

Following discussion, upon a motion duly made by Director Spehalski, seconded by Director Kirst, and upon vote, unanimously carried, the Board approved the General Liability Schedule and Limits and Authorize Approval to Bind Coverage.

Financial Matters

Financial Statements (District No. 3): Ms. Wheeler reviewed the September 30, 2023 financial statements with the Board.

Following discussion and review, upon a motion duly made by Director Spehalski, seconded by Director Kirst and, upon vote unanimously carried, the District No. 3 Board approved the September 30, 2023 unaudited financial statements.

Financial Statements (District No. 7): Ms. Wheeler reviewed the September 30, 2023 financial statements with the Board.

Following discussion and review, upon a motion duly made by Director Spehalski, seconded by Director Kirst and, upon vote unanimously carried, the District No. 7 Board approved the September 30, 2023 unaudited financial statements.

Application for Exemption from Audit for 2023 (District Nos. 1, 4 and 7): Mr. Weaver discussed with the Boards the requirements for an Audit.

Following discussion and review, upon a motion duly made by Director Kirst, seconded by Director Hollard and, upon vote unanimously carried, the Boards appointed the District Accountant to prepare and file the Applications for Exemption from Audit for 2023.

2023 Audit (District No. 3): The Board discussed the statutory requirement to conduct the 2023 Audit.

Following discussion, upon motion duly made by Director Hollard, seconded by Director Spehalski and, upon vote, unanimously carried, the Board approved the engagement of Hiratsuka & Associates, L.L.P. to perform the 2023 Audit, in an amount not to exceed 110% of the cost to perform the 2022 Audit.

2023 Budget Amendment Hearings: The President opened the public hearings to consider an amendment to the 2023 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Boards would consider an amendments to the 2023 Budget and the date, time and place of the public hearings were made in a newspaper having general circulation within the Districts. No written objections or comments were received prior to these public hearings, the public hearings were closed.

Following discussion, it was determined that no amendments to the 2023 Budgets were required.

2024 Budget Hearings: The President opened the public hearings to consider the proposed 2024 Budgets and discuss related issues.

It was noted that publication of a Notice stating that the Boards would consider adoption of the 2024 Budgets and the date, time and place of the public hearings were made in a newspaper having general circulation within the Districts. No written objections were received prior to or at these public hearings. No public comments were received, and the President closed the public hearings.

Ms. Wheeler reviewed the estimated year-end 2023 revenues and expenditures and the proposed 2024 estimated revenues and expenditures.

Following discussion, the Boards considered the adoption of the Resolution No. 2023-11-02 (District No. 1), No. 2023-11-03 (District No. 3), 2023-11-04 (District No. 4), 2023-11-05 (District No. 7); Adopting Budgets, Imposing Mill Levy and Appropriating Funds. Upon motion duly made by Director Spehalski, seconded by Director Kirst and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before January 3, 2024. Ms. Finn was authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2024. Copies of the adopted Resolutions are attached to these Minutes and incorporated herein by this reference.

2025 Budget Preparation: The Board discussed preparation of the 2025 Budget.

Following discussion, upon motion duly made by Director Kirst, seconded by Director Spehalski and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2025 Budget. The Board determined to hold the public hearing to

consider adoption of the 2025 Budget on December 3, 2024, at 5:00 p.m., via Zoom.

Other Business

There was no other business to discuss at this time.

Adjournment

Upon a motion duly made by Director Hollard, seconded by Director Kirst, and upon vote, unanimously carried, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

DocuSigned by:

Roger G. Hollard

Secretary for the Meeting