

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CHURCH RANCH METROPOLITAN DISTRICT HELD JULY 18, 2023

A special meeting of the Board of Directors (the “Board”) of the Church Ranch Metropolitan District (the “District”) was convened on Tuesday, July 18, 2023, at 10:00 a.m. via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Gregg Bradbury
Charles Church McKay

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Gregg McKay; Board Candidate

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Mr. Solin noted that a quorum was present and requested members of the Board (the “Directors”) to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Directors prior to this meeting in accordance with the statute. Attorney Becher noted that all Directors’ Disclosure Statements have been filed, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin distributed for the Board’s review and approval a proposed Agenda for the District’s Special Meeting.

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Agenda was approved, as presented.

Location of Meeting and Posting of Meeting Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S.,

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concerning the location of the Board meeting. The Board determined that the meeting would be held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxing electors within the District boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury, and upon vote, unanimously carried, the Board determined that notices of meetings of the Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District's website, or if not available, within the boundaries of the District as least 24-hours prior to each meeting at the following location: on a telephone pole on W. 103rd Ave.

Minutes: The Board reviewed the Minutes of the December 8, 2022, Regular Meeting.

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Minutes of the December 8, 2022, Regular Meeting were approved, as presented.

Resignation and Appointment of Secretary to the Board: The Board discussed the resignation of Larry Loften as Secretary to the Board and considered the appointment of David Solin as Secretary to the Board.

Following discussion, upon motion duly made by McKay, seconded by Director Bradbury, and upon vote unanimously carried, the Board acknowledged the resignation of Larry Loften as Secretary to the Board and appointed David Solin as Secretary to the Board.

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Dec. 31, 2022	Period Ending Jan. 31, 2023	Period Ending Feb. 28, 2023
General Fund	\$ 1,422.94	\$ 4,855.20	\$ 3,892.99
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ -0-	\$ -0-	\$ -0-
Total	\$ 1,422.92	\$ 4,855.20	\$ 3,892.99

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Fund	Period Ending Mar. 31, 2023	Period Ending Apr. 30, 2023	Period Ending May 31, 2023
General Fund	\$ 1,873.18	\$ 1,675.26	\$ 1,001.41
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ -0-	\$ -0-	\$ -0-
Total	\$ 1,873.18	\$ 1,675.26	\$ 1,001.41

Fund	Period Ending Jun. 30, 2023
General Fund	\$ 907.44
Debt Service Fund	\$ -0-
Capital Projects Fund	\$ -0-
Total	\$ 907.44

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

Unaudited Financial Statements/Cash Position Statement: Mr. Solin presented for the Board's review the unaudited financial statements for the period ending June 30, 2023, and the cash position statement dated June 30, 2023.

Following review and discussion, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending June 30, 2023, and the cash position statement dated June 30, 2023.

2022 Audit Exemption: Mr. Solin reviewed the 2022 Application for Exemption from Audit with the Board.

Following review and discussion, upon motion duly made by Director McKay seconded by Director Bradbury and, upon vote, unanimously carried, the Board ratified the approval, execution and filing of the Application for Exemption from Audit for 2022.

LEGAL MATTERS

There were no legal matters.

ADMINISTRATIVE MATTERS (continued)

May 2, 2023, Regular Directors' Election: Mr. Solin advised the Board that the May 2, 2023, Regular Directors' Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. It was noted that Directors Bradbury and McKay were each deemed elected to 4-year terms

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expiring in May 2027, and that the two existing vacancies expiring in May 2025 were confirmed.

Appointment of Director: The Board considered the appointment of qualified individual Gregg McKay to fill a vacancy on the Board of Directors. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of such publication.

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Board appointed Gregg McKay to fill a vacant position on the Board of Directors. The Oath of Director was administered.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director C. McKay, seconded by Director Bradbury, and upon vote unanimously carried, the following slate of officers was appointed:

President	Gregg Bradbury
Vice President	Gregg McKay
Treasurer	Charles Church McKay
Secretary	David Solin

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director C. McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the meeting was adjourned at 10:11 a.m.

Respectfully submitted,

By  _____
Secretary for the Meeting

RESOLUTION NO. 2023 - 12 - 02
RESOLUTION TO AMEND 2023 BUDGET
CHURCH RANCH METROPOLITAN DISTRICT

WHEREAS, the Board of Directors of the Church Ranch Metropolitan District adopted the budgeted and appropriated funds for the fiscal year 2023 as follows:

General Fund	\$	89,120
Debt Service Fund	\$	-0-
Capital Projects Fund	\$	200,000

WHEREAS, the necessity has arisen for additional expenditures in the General Fund requiring the unanticipated expenditure of funds in excess of those appropriated for the fiscal year 2023; and

WHEREAS, the expenditure of such funds is a contingency which could not have been reasonably foreseen at the time of adoption of the budget; and

WHEREAS, funds are available for such expenditures in the General Fund from property taxes and specific ownership taxes.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Church Ranch Metropolitan District shall and hereby does amend the amended Budget for the fiscal year 2023 and adopts a supplemental budget and appropriation for the General Fund for the fiscal year 2023, as follows:

General Fund	\$	_____
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BE IT FURTHER RESOLVED, that such sums are hereby appropriated from the revenues of the District to the proper funds for the purposes stated.

DATED this 12th day of December, 2023.

CHURCH RANCH METROPOLITAN DISTRICT

By: 

Secretary