

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CHURCH RANCH METROPOLITAN DISTRICT HELD NOVEMBER 5, 2020

A regular meeting of the Board of Directors of the Church Ranch Metropolitan District (referred to hereafter as “Board”) was convened on Thursday, the 5<sup>th</sup> day of November, 2020, at 10:00 A.M. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held by telephone conference with all participants attending via telephone conference. The meeting was open to the public.

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#### **ATTENDANCE**

#### **Directors In Attendance Were:**

Gregg Bradbury  
Charles Church McKay  
Barbara Grogan  
Alexandra (“Alex”) Pierson

Following discussion, upon motion duly made by Director Grogan, seconded by Director McKay and, upon vote, unanimously carried, the absence of Director David Laughlin Johnson was excused.

#### **Also In Attendance Were:**

David Solin; Special District Management Services, Inc.

Chris Brummitt, Esq.; McGeady Becher P.C.

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#### **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 of Directors and to the Secretary of State. Mr. Solin noted that a quorum was present and requested members of the Board 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 Board members prior to this meeting in accordance with the statute. It was noted that all Directors’ Disclosure Statements have been filed, and no additional conflicts were disclosed at the meeting.

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### **ADMINISTRATIVE MATTERS**

**Agenda:** Mr. Solin distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

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

**Location/Manner of Meeting:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that, due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the meeting would be held by telephonic means, and encouraged public participation via telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any objections to the telephonic manner of the meeting, or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

**Minutes:** The Board reviewed the Minutes of the September 9, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Pierson and, upon vote, unanimously carried, the Minutes of the September 9, 2020 Special Meeting were approved.

**Resolution No. 2020-11-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices:** The Board considered Resolution No. 2020-11-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

Mr. Solin reviewed the business to be conducted in 2021 to meet the statutory compliance requirements. The Board, determined to meet on June 3, 2021 and November 4, 2021, at 10:00 am at the offices of Etkin Johnson Real Estate Partners, LLC, 1512 Larimer Street, Suite 100, Denver, Colorado.

Following review, upon motion duly made by Director McKay, seconded by Director Grogan and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

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**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2021:** The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2021.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board determined to post the required transparency notice information on the Special District Association's website.

### **FINANCIAL MATTERS**

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

	Period Ending Sept. 16, 2020	Period Ending Oct. 15, 2020
General Fund	\$ 1,389.20	\$ 4,917.39
Debt Service Fund	\$ -0-	\$ -0-
Capital Projects Fund	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 1,389.20</b>	<b>\$ 4,917.39</b>

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

**Unaudited Financial Statements:** Mr. Solin presented for the Board's review the unaudited financial statements of the District setting forth the cash deposits, investments, and budget analysis for the period ending September 30, 2020.

Following review and discussion, upon motion duly made by Director Grogan, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2020.

**2020 Audit:** The Board reviewed the proposal from Simmons & Wheeler, P.C. to perform the 2020 Audit.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. to perform the 2020 Audit, for an amount not to exceed \$3,500.

**2020 Budget Amendment Hearing:** The President opened the public hearing to consider the Resolution to Amend the 2020 Budget and discuss related issues.

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It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 Budget and the date, time, and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. There were no comments from the public in attendance and the public hearing was closed.

Following review and discussion, Director Grogan moved to adopt the Resolution to Amend 2020 Budget, Director Pierson seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-02 to Amend the 2020 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**2021 Budget:** The President opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2021 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. There were no comments from the public in attendance and the public hearing was closed.

Mr. Solin reviewed the estimated 2020 expenditures and the proposed 2021 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2020-11-03 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-11-04 to Set Mill Levies (for the General Fund at 2.00 mills, the Debt Service Fund at 0.00 mills, and the Other Fund(s) at 0.373 mills for a total mill levy of 2.373 mills). Upon motion duly made by Director McKay, seconded by Director Pierson and, upon vote, unanimously carried, Resolution Nos. 2020-11-03 and 2020-11-04 were adopted, 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 December 10, 2020, and further subject to final review by a Finance Committee comprised of Directors Bradbury and Grogan. Mr. Solin was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners not later than December 15, 2020. Mr. Solin was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

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**DLG-70 Mill Levy Certification:** The Board discussed authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director McKay, seconded by Director Pierson and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

**Preparation of the 2022 Budget:** The Board discussed preparation of the 2022 Budget.

Following discussion, upon motion duly made by Director McKay, seconded by Director Pierson, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2022 Budget and set the date for a Public Hearing to adopt the 2022 Budget for November 4, 2021.

### **LEGAL MATTERS**

There were no legal matters at this time.

### **MAINTENANCE MATTERS**

There were no maintenance matters at this time.


### **OTHER BUSINESS**

**Dissolution of the District:** Attorney Brummitt discussed with the Board the potential dissolution of the District. Following discussion, the Board authorized a telephonic conference among staff, legal counsel, and the Finance Committee to discuss issues relating to dissolution of the District.

### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Grogan seconded by Director Bradbury and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By   
Secretary for the Meeting