

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CHURCH RANCH METROPOLITAN DISTRICT HELD DECEMBER 9, 2021

A special meeting of the Board of Directors of the Church Ranch Metropolitan District (referred to hereafter as "Board") was convened on Thursday, the 9th day of December, 2021, at 10:00 A.M. This District Board meeting was held by telephone conference only, with all participants attending via telephone. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Gregg Bradbury  
Charles Church McKay

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury 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.  
Megan Becher, Esq.; McGeady Becher P.C.

#### 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.

#### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Solin distributed, for the Board's review and approval, the 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.

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**Location/Manner 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., concerning the location of the District's Board meeting. The Board determined that 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 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.

**Resignation of Director:** The Board acknowledged the resignation of Director Barbara Grogan, effective as of November 23, 2021.

**Board Vacancies:** Attorney Becher discussed with the Board the vacancies on the Board of Directors and noted that efforts are being made to contact possible candidates.

**Minutes:** The Board reviewed the Minutes of the June 3, 2021, Special Meeting.

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Minutes of the June 3, 2021, Special Meeting were approved, as presented.

**Resolution No. 2021-12-01, 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 2022 to meet the statutory compliance requirements. The Board determined to meet on June 9, 2022, and December 8, 2022, at 10:00 a.m. via conference call.

Following review, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-12-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

**§32-1-809, C.R.S., Transparency Notice reporting Requirements and Mode of Eligible Elector Notification:** The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022.

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury, upon vote, unanimously carried, the Board authorized the staff to post the Transparency Notice on the Special District Association Website.

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**Status of District Website:** Mr. Solin updated the Board on the status of the District's website.

### **FINANCIAL MATTERS**

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

Fund	Period Ending June 30, 2021	Period Ending July 31, 2021	Special Check Aug. 31, 2021	Special Check Sept. 30, 2021
General	\$ 4,968.43	\$ 1,800.00	\$ 3,683.16	\$ 1,760.90
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 4,968.43</b>	<b>\$ 1,800.00</b>	<b>\$ 3,683.16</b>	<b>\$ 1,760.90</b>

Fund	Period Ending Oct. 22, 2021	Period Ending Nov. 16, 2021
General	\$ 1,109.80	\$ 1,358.62
Debt	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 1,109.80</b>	<b>\$ 1,358.62</b>

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 amended.

**Unaudited Financial Statements/Cash Position Statement:** Mr. Solin presented for the Board's review the unaudited financial statements of the District for the period ending September 30, 2021, and the cash position statement dated September 30, 2021.

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 September 30, 2021, and the cash position statement dated September 30, 2021.

**Preparation of 2021 Audit/Audit Exemption:** The Board discussed the statutory requirements for an audit.

Following discussion, it was determined that an audit for 2021 was not required. Upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the Application for Exemption from Audit for 2021.

**2021 Budget Amendment Hearing:** Director McKay opened the Public Hearing to consider amendment of the 2021 Budget and to discuss related issues.

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It was noted that publication of Notice stating that the Board would consider amendment of the 2021 Budget and the date, time and location 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. No public comments were received and the Public Hearing was closed.

Following review and discussion, the Board determined that no amendment to the 2021 Budget was required.

**2022 Budget Hearing:** Director McKay opened the Public Hearing to consider the proposed 2022 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2022 Budget and the date, time and location 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. No public comments were received and the Public Hearing was closed.

Following discussion, the Board considered the adoption of Resolution No. 2021-12-02; Resolution to Adopt the 2022 Budget and Appropriate Sums of Money. Upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Resolution was adopted, as discussed, and execution of the Certification of Budget was authorized. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

**DLG-70 Mill Levy Certification Form:** The Board considered 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 Bradbury 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 2023 Budget:** The Board discussed preparation of the 2023 Budget.

Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget and set the date for a Public Hearing to adopt the 2023 Budget for December 8, 2022.

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### LEGAL MATTERS

**Resolution No. 2021-12-03; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election:** The Board considered the adoption of the Resolution No. 2021-12-03; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election. The Board also discussed the need for ballot issues and/or questions.

Following consideration, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, unanimously carried, the Board adopted the Resolution No. 2021-12-03; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election.

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### OTHER BUSINESS

There was no other business.

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### ADJOURNMENT

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

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting