

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD JUNE 26, 2020

A Special Meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Friday, the 26th day of June, 2020, at 11:00 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 via Zoom video/telephone conference. The meeting was open to the public.

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#### ATTENDANCE

#### Directors In Attendance Were:

Jeffrey Nading  
Michael A. Clay  
James R. Einolf  
Phillip A. Johnson  
Christy L. Tigges

#### Also In Attendance Were:

David Solin; Special District Management Services, Inc.

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

Joy Tatton; Simmons & Wheeler, P.C. (for a portion of the meeting)

Gregg Bradbury and Charles McKay; Church Ranch Companies

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#### DISCLOSURE OF POTENTIAL CONFLICT 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. Attorney Becher noted that a conflict disclosure statement for Director Nading has been filed, and no additional conflicts were disclosed at the meeting.

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### ADMINISTRATIVE MATTERS

**Agenda:** The Board reviewed the proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Nading and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Meeting Location/Manner and Posting of Meeting Notice:** 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.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Nading and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, the Board determined to conduct this meeting by video/teleconference and encouraged public participation via Zoom. The Board further noted that notice of the video/teleconference via Zoom was duly posted and that it had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the District's boundaries.

**May 5, 2020 Election:** Mr. Solin noted for the Board that the May 5, 2020 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. Directors Clay, Einolf and Johnson were deemed elected to 3-year terms ending in May, 2023 and Director Tigges was deemed elected to a 2-year term ending May, 2022.

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

Following discussion, upon motion duly made by Director Clay, seconded by Director Tigges and, upon vote, unanimously carried, the following slate of officers was appointed:

President	James R. Einolf
Treasurer	Jeff Nading
Secretary	David Solin
Assistant Secretary	Christy L. Tigges
Assistant Secretary	Phillip A. Johnson
Assistant Secretary	Michael A. Clay

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**Minutes:** The Board reviewed the Minutes of the February 25, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Tigges and, upon vote, unanimously carried, the Minutes of the February 25, 2020 Special Meeting were approved.

**Resolution No. 2020-06-01, Resolution Establishing Regular Meeting Dates, Times and Location, Designating Locations for Posting 24-Hour Posting Notices:** The Board considered Resolution No. 2020-06-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting 24-Hour Posting Notices.

Following review, upon motion duly made by Director Einolf, seconded by Director Tigges and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-06-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting 24-Hour Posting Notices.

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**PUBLIC COMMENT** There was no public comment.

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### **FINANCIAL MATTERS**

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

	Period Ending March 20, 2020	Period Ending April 27, 2020	Period Ending May_21, 2020
General Fund	\$ 5,868.29	\$ 8,981.18	\$ 1,654.87
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Fund	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims:</b>	<b>\$ 5,868.29</b>	<b>\$ 8,981.18</b>	<b>\$ 1,654.87</b>

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

The Board considered the approval of the payment of claims for the period ending June 23, 2020, in the amount of \$9,976.16.

Following discussion, upon motion duly made by Director Tigges, seconded by Director Einolf and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending June 23, 2020, in the amount of

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\$9,976.16.

**Unaudited Financial Statements:** Ms. Tatton reviewed the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending March 31, 2020.

Following review, upon motion duly made by Director Einolf, seconded by Director Nading and, upon vote, unanimously carried, the unaudited financial statements for the period ending March 31, 2020 were accepted.

**2019 Audit:** The Board reviewed the engagement agreement with Wipfli LLP to perform the 2019 Audit.

Following discussion, upon motion duly made by Einolf, seconded by Director Tigges and, upon vote, unanimously carried, the Board ratified approval of the engagement agreement with Wipfli LLP to perform the 2019 Audit, for an amount not to exceed \$5,250.

**2019 Audit:** Ms. Tatton reviewed the 2019 Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made by Director Tigges, seconded by Director Einolf and, upon vote, unanimously carried, the Board approved the 2019 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review.

**2021 Budget Preparation:** The Board discussed the preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Tigges and, upon vote, unanimously carried, the Board ratified the appointment of the District Accountant to prepare the 2021 Budget. The date for the public hearing to adopt the 2021 is to be determined.

**Series 2016 Bonds and Potential Refinancing:** The Board discussed the Series 2016 Bonds and possible refunding options. The Board appointed Director Einolf and Director Clay as a subcommittee to review the bond refunding options. Mr. Solin will send a list of possible Municipal Advisor firms to the Board.

**District's Checking Account:** The Board discussed the approval of signers on the District's checking account.

Following discussion, upon motion duly made by Director Tigges, seconded by Director Einolf and, upon vote, unanimously carried, the Board authorized all

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Board members to be signers on the account, provided that a flowchart of the order in which to contact directors for signature is prepared.

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**LEGAL MATTERS**

None.

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**CONSTRUCTION MATTERS**

None.

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**OTHER BUSINESS**


Discussion ensued between the Board and Attorney Becher regarding debt authorization limits.

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**ADJOURNMENT**

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

Respectfully submitted,

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