

## RECORD OF PROCEEDINGS

---

### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD NOVEMBER 10, 2021

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 Wednesday, the 10th day of November, 2021, at 1:00 p.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/teleconference. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

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

#### Also In Attendance Were:

David Solin; Special District Management Services, Inc.

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

Douglas Miller; Resident

#### CALL TO ORDER AND DECLARATION OF QUORUM

The meeting was called to order at 1:00 p.m. A quorum of the Board was in attendance.

#### PUBLIC COMMENT

None.

#### 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 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

## RECORD OF PROCEEDINGS

---

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.

### **ADMINISTRATIVE MATTERS**

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

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

**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 Johnson, seconded by Director Clay 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 Zoom video/teleconference 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.

**Minutes:** The Board reviewed the Minutes of the September 1, 2021 and October 8, 2021 Special Meetings.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Johnson and, upon vote, unanimously carried, the Minutes of the September 1, 2021 and October 8, 2021 Special Meetings, were approved.

**Resolution No. 2021-11-01; Resolution Establishing 2022 Regular Meeting Dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices:** The Board discussed Resolution No. 2021-10-01; Establishing 2022 Regular Meeting Dates, Time, and Location and Designating Locations for Posting of 24-Hour Notices.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Einolf and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01; Establishing 2022 Regular Meeting Dates, Time, and Location and Designating Location for Posting of 24-Hour Notices. The Board determined to

## RECORD OF PROCEEDINGS

---

schedule 2022 meetings on the 2<sup>nd</sup> Wednesdays of June and November 2022 at 1:00 P.M. via Zoom.

**§32-1-809, C.R.S. Reporting Requirements (Transparency Notice) and Mode of Eligible Elector Notification for 2022:** Mr. Solin discussed with the Board the § 32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022.

Following discussion, the Board directed staff to post the Transparency Notice on the Special District Association Website and the District Website.

### **FINANCIAL MATTERS**

**Resignation of Simmons & Wheeler, P.C. as District Accountant:** The Board acknowledged the resignation of Simmons & Wheeler, P.C. as District Accountant and considered the engagement of Special District Management Services, Inc. as District Accountant effective October 12, 2021.

**Engagement of Auditor for preparation of 2021 Audit:** The Board discussed the engagement of an Auditor for the preparation of 2021 Audit.

Following discussion, the Board deferred action at this time.

**2021 Budget Amendment Hearing:** The President opened the public hearing to consider an amendment to the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider an amendment to 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. No public comments were received and the public hearing was closed.

Following discussion, the Board determined that an amendment was not necessary.

**2022 Budget Hearing:** The President opened the public hearing to consider the proposed 2022 Budget and 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 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. No public comments were received and the public hearing was closed.

## RECORD OF PROCEEDINGS

---

Following discussion, the Board considered the adoption of Resolution to Adopt the 2022 Budget and Appropriate Sums of Money, and Set Mill Levies for General Fund at 2.000 mills, the Debt Service Fund at 30.750 mills, and other fund(s) of 0.000 mills for a total mill levy of 32.750 mills. Upon motion duly made by Director Einolf, seconded by Director Clay and, upon vote, unanimously carried, the Board adopted the Resolution to Adopt the 2022 Budget and Appropriate Sums of Money, and Set Mill Levies.

**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:** 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 Einolf, seconded by Director Clay 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.

**Date of the Budget Hearing:** The Board considered the appointment of the District Accountant to prepare the 2023 Budget.

Following consideration, upon motion duly made by Director Einolf, seconded by Director Clay and, upon vote, unanimously carried, the Board set the 2023 Budget Hearing for the 2<sup>nd</sup> Wednesday in November, 2022.

**Maintenance of Landscape Tracts Within the Skystone Community:** Attorney Becher discussed with the Board the status of the maintenance of landscape tracts within the Skystone Community.

Following discussion, the Board directed Attorney Becher and Director Tigges to meet with the HOA Board to discuss the status of the maintenance of landscape tracts within the Skystone Community.

**District and Bond Refunding for Skystone Newsletter:** The Board discussed the status of a statement regarding the District and its recent bond refunding for the Skystone newsletter.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Johnson and, upon vote, with Director Nading and Director Tigges abstaining, the Board approved Director Einolf's report as an official statement of the

## RECORD OF PROCEEDINGS

---

Board to be posted on the District's website and submitted to the Skyestone newsletter.

**Underwriter Engagement Agreement between the District and Stifel, Nicolaus & Company, Incorporated:** The Board considered ratifying the approval of the Underwriter Engagement Agreement between the District and Stifel, Nicolaus & Company, Incorporated.

Following consideration, upon motion duly made by Director Einolf, seconded by Director Clay and, upon vote, unanimously carried, the Board ratified and approved the Underwriter Engagement Agreement between the District and Stifel, Nicolaus & Company, Incorporated.

### **LEGAL MATTERS**

**Resolution No. 2021-11-03; 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. 2021-11-03; 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 Johnson, seconded by Director Tigges and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-03; 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.

### **OTHER BUSINESS**

**Resignation of Director Nading:** Director Nading resigned from the Board effective November 10, 2021.

#### **Resignation of Legal Counsel**

Attorney Becher announced that she is resigning as Counsel to the Board effective on December 31, 2021 or sooner if replacement Counsel is identified prior to the end of the year.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Tigges and, upon vote, unanimously carried, Board accepted Director Nading's resignation. The Board also appointed Director Johnson and Director Clay to form a legal counsel selection committee to work with Mr. Solin and Attorney

## RECORD OF PROCEEDINGS

---

Becher, and directed Mr. Solin and Attorney Becher to assist with soliciting proposals for consideration of replacement counsel.

---

### ADJOURNMENT

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

Respectfully submitted,

By: 

Secretary for the Meeting