

**MINUTES OF THE JOINT REGULAR MEETING OF
THE BOARD OF DIRECTORS OF
THE LAKES METROPOLITAN DISTRICT NOS. 1, 3-4**

HELD NOVEMBER 9, 2022

The joint regular meeting of the Boards of Directors of The Lakes Metropolitan District Nos. 1, 3-4 (referred to hereafter as "Boards") were convened on Wednesday, November 9, 2022 at 10:00 a.m., via teleconference. The meeting was open to the public.

ATTENDANCE

Directors in Attendance were:

Michael A. Richardson
Paula J. Lindamood
Erika L. Volling

Excused Absentee: Florine T. Richardson and Amy Richardson

Also in Attendance were:

William Ankele, Esq., White Bear Ankele Tanaka & Waldron, P.C.
Erin Stutz, Esq., White Bear Ankele Tanaka & Waldron, P.C.
Eric Weaver, Marchetti & Weaver, LLC
Susan Cary, Marchetti & Weaver, LLC

JOINT MEETING

The Boards of Directors of the Districts have determined to hold a joint meeting of the Districts and to prepare joint minutes of actions taken by the Boards in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

CALL TO ORDER

Director Richardson noted that a quorum of the Boards were present and called the Joint Special Meeting of the Boards of Directors to order. Director Richardson designated Director Volling as the chairperson of the meeting.

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST &
ESTABLISH
QUORUM**

Director Volling noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State by the District General Counsel, White Bear Ankele Tanaka & Waldron, P.C., seventy-two hours in advance of the meeting. Attorney Ankele requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Ankele noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting and in accordance with the statutes. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

**ADMINISTRATIVE
MATTERS**

Agenda: Director Volling distributed for the Boards' review and approval an Agenda for the Districts' joint special meeting.

Following discussion, upon motion duly made, seconded and, upon vote unanimously carried, the Agenda was approved.

RECORD OF PROCEEDINGS

Election of Officers: The Boards elected the following Officers:

President: Michael Richardson
Secretary/Treasurer: Erika Volling
Asst. Secretary: Paula Lindamood
Asst. Secretary: Florine Richardson
Asst. Secretary: Amy Richardson

Following discussion, upon motion duly made, seconded and, upon vote unanimously carried, the Officer appointments were approved.

Public Comment: None.

CONSENT AGENDA

The Boards discussed the Consent Agenda. Following review and discussion, upon a motion made, seconded and upon vote unanimously carried, the Boards approved, adopted, and ratified the Consent Agenda including the following items:

- a. Minutes from the September 22, 2022, Joint Special Meeting
- b. 2023 Joint Annual Administrative Resolution
- c. Ratification of Independent Contractor Agreement with Groundworks Development, LLC
- d. Amended and Restated Joint Resolution of the BOD Designating the District's 24-Hour Posting Locations
- e. Renewal of General Liability Schedule and Limits and Consider Approval and Authorization to Bind Coverage
- f. Renewal of Special District Association of Colorado Membership for 2023
- g. Exclusion for Workers' Compensation Coverage for 2023

DISTRICT MATTERS

First Amendment to Funding and Reimbursement Agreement (Operations and Maintenance): The Boards discussed the First Amendment to Funding and Reimbursement Agreement (Operations and Maintenance). Upon motion duly made, seconded and unanimously carried, the Boards determined to approve the First Amendment to Funding and Reimbursement Agreement (Operations and Maintenance).

First Amendment to Funding and Reimbursement Agreement (Capital Costs): The Boards discussed the First Amendment to Funding and Reimbursement Agreement (Capital Costs). Upon motion duly made, seconded and unanimously carried, the Boards determined to approve the First Amendment to Funding and Reimbursement Agreement (Capital Costs).

Discussion regarding Status of Prior Funding and Reimbursement Agreements: It was determined that Attorney Stutz and Manager Volling would review the status of the prior funding and reimbursement agreements after the meeting.

LEGAL MATTERS

Joint Resolution Calling May 2, 2023 Election: The Boards discussed the Resolution Calling May 2, 2023 Election and designation of method for providing Notice of Call for Nominations. Upon motion duly made, seconded and unanimously carried, the Boards determined to approve the Resolution Calling May 2, 2023 Election and method for providing notice.

RECORD OF PROCEEDINGS

FINANCIAL MATTERS

District Website: The District website is www.TheLakesMetroDistricts.com. The Boards discussed the website maintenance and management contract with Heatherly Creative. Upon motion duly made, seconded and unanimously carried, the Boards determined to approve the Heatherly Creative proposal for website maintenance and management. The Districts are sharing the website with The Lakes Metro District No. 2 for cost savings.

Financial Statements / Approval of Claims: The Boards discussed the Financial Statements through October 31, 2022. Claims for 2022 through October 31, 2022 were \$81,993.53. Upon motion duly made, seconded and unanimously carried, the Boards determined to approve the financials and ratify the payments reflected in same.

Ratification of Requisition No. 4: The Requisition No.4 was reviewed and discussed by the Board. Erika Volling explained that the requisition was for the Site Improvement Permit for Phase 1 construction at Farmlore North. Following discussion, upon motion duly made, seconded and, upon vote unanimously carried, the Requisition No. 4 was approved and ratified.

Discussion of Reimbursement of Developer Advances: A discussion regarding the reimbursement of Developer Advances which are budgeted to be paid in full in 2023.

2022 Budget Amendment: No amendments to the 2022 Budgets were necessary.

2023 Budget Hearing: Director Volling opened the public hearings on the 2023 Budgets. Mr. Ankele noted that notices of the public hearings for the budgets were published in accordance with Colorado law. There being no persons of the public appearing to be heard, Ms. Volling closed the public hearings.

Ms. Volling presented the proposed 2023 Budgets for District Nos. 1 and 3 to the Boards. Eric Weaver presented the proposed 2023 Budget for District No. 4 to the Boards. The Boards considered the 2023 Budgets and corresponding Budget Resolutions for the Districts. It was determined that the District No. 1 budget needed to be adjusted to include Specific Ownership taxes of 6%. The additional revenues will be added to the Capital Outlay category. The District No. 3 mill levy adjustment (formerly the Gallagher adjustment) needed to be recalculated. Upon motion duly made, seconded and unanimously carried, the budgets and budget resolutions for District Nos. 1, 3 and 4 were approved subject to the above adjustments and the Adams County Assessor's Final Assessed Valuation.

Auditor Proposal for 2022 Audit (District No. 4): Eric Weaver presented auditor proposal received from Green & Associates, LLC who specialize in metro districts. The Board discussed the proposal letter from Green & Associates, LLC for the 2022 Financial Audit for District No. 4 in the amount of \$6,800. Following discussion, upon motion duly made, seconded and, upon vote unanimously carried, the proposal letter was approved.

RECORD OF PROCEEDINGS

2022 Audit Exemption Applications: The Boards discussed the 2022 Audit Exemption Applications for District Nos. 1 and 3. Upon motion duly made, seconded and unanimously carried, the Boards authorized the preparation and filing of the 2022 Audit Exemption Applications.

**CONSTRUCTION
MATTERS**

Assignment of Capital Pledge Agreement: The Boards discussed the Assignment of Capital Pledge Agreement for 144th Avenue from District No. 1 to District No. 4 due to District No. 4 potentially constructing the improvements. Upon motion duly made, seconded and unanimously carried, the Boards determined to approve the Assignment of Capital Pledge Agreement subject to final review by District No. 3 legal counsel and District Nos. 1 and 4 legal counsel.

OTHER BUSINESS

Next Regular Meeting: The next regular meeting is scheduled for January 17, 2023 at 9:30 a.m. via teleconference.

ADJOURNMENT

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

Respectfully submitted,

By: Erika Valling
Secretary for Meeting