

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
GATEWAY AT PROSPECT METROPOLITAN DISTRICT NOS. 1-3 & 7
(THE "DISTRICT")
HELD
NOVEMBER 11, 2022

A regular meeting of the Boards of Directors (referred to hereafter as the "Board") of the Gateway at Prospect Metropolitan District Nos. 1-3 & 7 (referred to hereafter as the "District") was convened on Friday, November 11, 2022, at 10:00 a.m. The District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

James ("Jim") Birdsall, President
Robert ("Tim") McKenna, Vice-President / Secretary/Treasurer
Robert ("Kevin") McKenna, Assistant Secretary
Lincoln Samelson, Assistant Secretary
Lindsey Samelson, Assistant Secretary

Also, In Attendance Were:

Robert Rogers, Esq. and Eve Velasco, Esq.; White Bear Ankele Tanaka & Waldron P.C.
Lisa Johnson, Shauna D'Amato and Zach Leavitt; CliftonLarsonAllen LLP ("CLA")
Jeannie Cox; Contrarian Holdings

ADMINISTRATIVE MATTERS

Call to Order: Ms. Johnson called the meeting to order at 10:02 a.m.

Declaration of Quorum; Disclosure of Potential Conflicts of Interest: The presence of a quorum was confirmed.

Ms. Velasco advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Ms. Velasco reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting. Ms. Velasco noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

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Location of Meeting and Posting of Meeting Notices; Agenda: The Board confirmed the meeting location and posting of the meeting notice.

The Board reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Tim McKenna, seconded by Director Birdsall and, upon vote, unanimously carried, the Board approved the Agenda, as amended, to change Item II.E. language to appoint the District Accountant to sign the DLG-70, and Item I.F. to add the title of Vice President.

Resolution Declaring Inactive Special District Status (MDs 1-3): Mr. Rogers discussed with the Board the Resolutions declaring Districts 1-3 inactive and answered questions. Following discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board approved the Resolutions Declaring Inactive Special District Status for District Nos. 1-3.

Public Comment: None.

May 3, 2022 Cancelled Regular Directors Election: It was noted that the election was cancelled and the candidates deemed elected.

Appointment of Officers: Following discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board determined to keep the same slate of officers:

President:	James Birdsall
Vice President/Secretary/Treasurer:	Robert (Tim) McKenna
Assistant Secretary:	Robert (Kevin) McKenna
Assistant Secretary:	Lincoln Samelson
Assistant Secretary:	Lindsey Samelson
Secretary to the Board (non-elected Position):	District Manager

Master Service Agreement with CliftonLarsonAllen LLP and Related Statements of Work for Accounting and Management Services for 2023: Ms. Johnson reviewed with the Board. Following review and discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board approved the Master Service Agreement and related Statements of Work with CliftonLarsonAllen LLP for accounting and management services for 2023, subject to revisions to reflect Contrarian taking over responsibility for the accounts payable and receivable roles.

2023 Annual Administration Resolution: Ms. Velasco presented the resolution to the Board. Following review, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote,

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unanimously carried, the Board adopted 2023 Annual Administration Resolution, subject to revision to note the updated regular meeting schedule.

Establish Regular Meeting Dates, Time and Location: Following discussion, the Board determined to set the 2023 meeting as November 9, 2023, at 10:00 a.m. via a virtual meeting.

Workers' Compensation Insurance Coverage for Uncompensated Members of the Board: Ms. Velasco discussed with the Board. Following discussion, the Board determined to opt out of Workers' Compensation Insurance for 2023.

November 12, 2021 Special Meeting Minutes: Following review, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board approved the November 12, 2021 Special Meeting Minutes, as presented.

2023 Insurance Renewal; Special District Association Membership Renewal: Ms. Johnson reviewed the 2023 insurance with the Board. The Board authorized the renewal of insurance for 2023 and membership with the Special District Association.

Amended Public Records Request Policy: Ms. Velasco reviewed the updates with the Board. Following discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board approved the Amended Public Records Request Policy as presented.

FINANCIAL MATTERS

Payables (MD No. 7 Only): Mr. Leavitt reviewed the payables with the Board. Following review, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board of District No. 7 ratified approval of the payables.

Schedule of Cash Position (MD No. 7 Only): Mr. Leavitt reviewed the cash position with the Board. Following review, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board of District No. 7 accepted the schedule of cash position.

2022 Budget Amendment: Mr. Leavitt reported that no amendment to the 2022 Budget was needed.

Public Hearing on 2023 Budget: Ms. Johnson opened public hearing to consider the proposed 2023 Budget and to discuss related issues.

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It was noted that Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 10:22 a.m.

Mr. Leavitt presented the 2023 Budget to the Board.

Following review and discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board adopted Resolution Adopting the 2023 Budget, subject to revisions discussed and the final assessed valuation from the County, and set the mill levy at 0.000 mills.

Appointment of District Accountant to Sign the DLG-70 Certification of Tax Levies: Following discussion, it was determined that the District Accountant will sign the DLG-70. Upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board directed the District Accountant to sign the DLG-70 Certification of Tax Levies.

Exemption from Audit for 2022: Mr. Leavitt discussed the 2022 Audit requirements with the Board. Following discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board appointed CLA to prepare the audit exemptions for 2022 and authorized submittal for all Districts that were active in 2022 (District Nos. 1-3 and 7).

LEGAL MATTERS

Resolution Calling an Election for May 2, 2023: Ms. Velasco presented the resolution to the Board. Following review and discussion, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Board adopted Resolution Calling an Election for May 2, 2023.

OTHER BUSINESS


Next Meeting Date and Confirm Quorum: Ms. Johnson noted that the next meeting was set earlier in the meeting for the second Thursday of November at 10:00 a.m. to be held virtually. The Board confirmed an anticipated quorum.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Birdsall, seconded by Director Tim McKenna and, upon vote, unanimously carried, the Boards adjourned the meeting at 10:33 a.m.

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Respectfully submitted,

By  _____
DocuSigned by:
Tim McKenna
Secretary for the Meeting