

## RECORD OF PROCEEDINGS

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### MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE REDTAIL RIDGE METROPOLITAN DISTRICT NO. 2 (THE “DISTRICT”) HELD OCTOBER 12, 2022

A Special Meeting of the Board of Directors of the Redtail Ridge Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on October 12, 2022, at 10:00 a.m., at the Louisville Fire Protection District, Station No. 1; 1240 Main Street, Louisville, CO 80227 and via Zoom videoconference. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Jay Hardy

##### Also, In Attendance Were:

Lisa Jacoby; McGeady Becher P.C.

Jordan Swisher; Brue Baukol Capital Partners

Kathryn (“Kat”) Kendall; Redtail Ridge Metropolitan District Board of Director David Saad; CBRE, Inc.

##### In Attendance Via Zoom:

MaryAnn McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Jason Carroll, CliftonLarsonAllen LLP (“CLA”)

Stan Fowler; Independent District Engineering Services, LLC (“IDES”)

Ayshah Ibrahim; Greenberg Traurig, LLP (for a portion of the meeting)

#### ADMINISTRATIVE MATTERS

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested 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 statute. It was noted by Ms. Jacoby that disclosures of potential conflicts of interest were filed with the Secretary of State for Director Hardy, and no additional conflicts were disclosed at the meeting.

**Quorum/Confirmation of Meeting Location/Posting of Notice:** Ms. Jacoby confirmed the presence of a quorum.

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.

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Following discussion, and upon vote unanimously carried, it was determined to conduct the meeting at the above-stated date, time, location and via Zoom videoconference format. The Board further noted that notice of this meeting and format was duly posted and the Board has not received any objections to the location or format or any requests that the meeting be changed by taxpaying electors within the boundaries of the District.

**Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion and second duly made by Director Hardy, and upon vote unanimously carried, the Board approved the Agenda as presented.

**May 3, 2022 Election:** Ms. Jacoby noted for the Board that the May 3, 2022 Director's election was cancelled, as allowed under Colorado law by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Directors Skylar and Hardy were elected by acclamation to 3-year terms ending May, 2025.

**Acknowledge Resignations from the Board of Directors:** The resignations of Garrett Honeyman, Jordan Swisher, Andrea Ferber and Whitney Skylar were acknowledged.

**Public Comment:** There was no public comment.

**November 17, 2021 Special Meeting Minutes:** Upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board approved the November 17, 2021 Special Meeting Minutes as presented.

**Resolution No. 2022-10-01 Establishing 2023 Meeting Dates, Time, Location, and Designating 24-Hour Posting Location:** The Board discussed the business to be conducted in 2023 and determined to schedule regular Board meetings for February 17, May 26, August 25 and November 17, 2023, at 10:00 a.m., to be held in person and virtually (via electronic means).

Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board adopted Resolution No. 2022-10-01 Establishing 2023 Meeting Dates, Time, Location, and Designating 24-Hour Notice Posting Location and other additional posting locations.

**District's Website:** Ms. Jacoby reported that the website is established and active.

**District Insurance:** The Board discussed renewal of the District's insurance and the Special District Association ("SDA") Membership for 2023.

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Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board approved the renewal of the District's insurance including General Liability and Workers' Compensation coverage and the SDA Membership for 2023.

**Transparency Notice Required Under Section 32-1-809, C.R.S.:** The Board discussed the required transparency notice under Section 32-1-809, C.R.S. Upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board directed District Counsel to post the required notice on the District and the Special District Association websites.

**Resolution No. 2022-10-02 Calling May 2, 2023 Election:** Upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board adopted Resolution No. 2022-10-02 to Call the May 2, 2023 Election and appointed Alexandria Myers as the Designated Election Official and authorized her to perform all tasks required for the May 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election.

### FINANCIAL MATTERS

**2022 Budget Amendment Hearing:** Director Hardy opened the public hearing to consider amending the 2022 Budget.

It was noted that a Notice stating that the Board would consider amending the 2022 Budget, along with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing. No public comments were received, and the public hearing was closed.

Following discussion, the Board determined that a 2022 Budget Amendment was not needed.

**2023 Budget Hearing:** Director Hardy opened the public hearing to consider the proposed 2023 Budget and discuss related issues. 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 in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing. No public comments were received, and the public hearing was closed.

The Board reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

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Following discussion, the Board considered the adoption of Resolution No. 2022-11-03 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-11-04 to Set Mill Levies at 0.000 Mills. Upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board adopted Resolution Nos. 2022-11-03 and 2022-11-04, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners no later than December 15, 2022. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and a Board Member to sign the DLG-70 Mill Levy Certification for certification to the Board of County Commissioners. Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and authorized Director Hardy to sign the DLG-70 Mill Levy Certification.

**Preparation of 2024 Budget:** Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the District's 2024 Budget.

**Preparation of 2022 Application for Exemption from Audit:** Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board appointed the District Accountant to prepare and file the 2022 Application for Exemption from Audit.

### LEGAL MATTERS

**Termination of Independent District, LLC ("IDES") Proposal for Cost Verification Services and Approval of Master Service Agreement and Task Order No. 1:** Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board approved the termination of IDES Proposal for Cost Verification Services, entered into with Redtail Ridge Metropolitan District Nos. 1-4, dated August 6, 2021, and acknowledged approval of a Master Service Agreement and Task Order No. 1 between the Redtail Ridge Metropolitan District (formerly Redtail Ridge Metropolitan District No. 3) and IDES, for Cost Verification Services, effective August 15, 2022.

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**Termination of Master Service Agreement and Statement for Accounting Services with CliftonLarsonAllen:** This matter was deferred.

**Dissolution related to Redtail Ridge Metropolitan District Nos. 1, 2 and 4; Timing for Termination as to Districts 1, 2 and 4 of the IGA with the City of Louisville; Resolution of Redtail Ridge Metropolitan District No. 2 to Dissolve District; Petition for Dissolution; and Resolution of Redtail Ridge Metropolitan District No. 2 Acknowledging the Dissolution of Redtail Ridge Metropolitan District Nos. 1 and 4:** These matters were deferred.

**CONSTRUCTION MATTERS**

**Development/Construction Outlook:** Director Hardy provided a brief status report.

**OTHER BUSINESS**

None.

**ADJOURNMENT**

There being no further business to come before the Board at this time, the meeting was adjourned at approximately 2:33 p.m.

Respectfully submitted,

*Lisa Jacoby*

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