

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PARK 70 METROPOLITAN DISTRICT HELD NOVEMBER 9, 2021

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of the Park 70 Metropolitan District (referred to hereafter as the “District”) was duly held on Tuesday, the 9th day of November, 2021, at 1:00 p.m. This District Board meeting was held via Zoom. The meeting was open to the public via Zoom.

ATTENDANCE

Directors In Attendance Were:

Keiffer Garton, President
Tom Martin, Treasurer

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Paula Williams, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts 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 and to the Secretary of State.

Attorney Williams 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 Williams noted that all Directors’ Disclosure Statements had been filed with the Colorado Secretary of State.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board’s review and approval a proposed Agenda for the District’s Special Meeting.

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

RECORD OF PROCEEDINGS

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. The Board noted that the meeting was held via Zoom. Ms. Finn reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Ms. Finn discussed with the Board Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet at 1:00 p.m. on June 7 and November 8, 2022 via Zoom Meeting.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for 24–Hour Notices.

§32-1-809, C.R.S., Reporting Requirements, Mode of Eligible Elector Notification for 2022: The Board discussed §32-1-809, C.R.S., reporting requirements and mode of eligible elector notification for 2022.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board determined to post the required transparency notice on the Special District Association’s website.

CONSENT AGENDA: The Board considered the following actions:

- Approve Minutes of the June 8, 2021 Special Meeting.
- Ratify approval of payment of claims as follows:

Fund	Period Ending June 30, 2021	Period Ending July 31, 2021	Period Ending Aug. 31, 2021	Period Ending Sept. 30, 2021
General	\$ 9,880.03	\$ 27,600.32	\$ 31,481.99	\$ 28,960.02
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 9,880.03	\$ 27,600.32	\$ 31,481.99	\$ 28,960.02

RECORD OF PROCEEDINGS

Fund	Period Ending Oct. 31, 2021
General	\$ 28,200.85
Debt Service	\$ -0-
Capital Projects	\$ -0-
Total	\$ 28,200.85

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

**PUBLIC
COMMENT**

There was no public comment.

**FINANCIAL
MATTERS**

Unaudited Financial Statements: Ms. Ross reviewed the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending September 30, 2021 and the schedule of cash position updated as of November 1, 2021.

Following review and discussion, upon motion duly made by Director Garton, seconded by Director Martin and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending September 30, 2021 and the schedule of cash position updated as of November 1, 2021.

2021 Audit: The Board reviewed the proposal from Simmons & Wheeler, P.C. to perform the 2021 Audit.

Following discussion, upon motion duly made by Director Garton, seconded by Director Martin and, upon vote, unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. to perform the 2021 Audit, for an amount not to exceed \$5,000.

2021 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend 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.

RECORD OF PROCEEDINGS

Following review and discussion, Director Martin moved to adopt the Resolution to Amend 2021 Budget, Director Garton seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-02 to Amend the 2021 Budget to amend the Debt Service Fund to \$2,093,000. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

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 or at this public hearing. No public comments were received, and the President closed the public hearing.

Ms. Ross reviewed the estimated year-end 2021 revenues and expenditures and the proposed 2022 estimated revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-04 to Set Mill Levies (for the General Fund at 5.000 mills, the Debt Service Fund at 25.500 mills and ARI Mill Levy at 1.000 mills for a total of 31.500 mills). Upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, 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, 2021. Ms. Finn was authorized to transmit the Certification of Mill Levies to the County not later than December 15, 2021. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

DLG-70 Mill Levy Certification Form: 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 Martin, seconded by Director Garton 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.

2023 Budget Preparation: The Board discussed the preparation of the 2023 Budget.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget. The Board determined to hold the public hearing to consider adoption of the 2023 Budget on November 8, 2022, at 1:00 a.m. via Zoom Meeting.

Master Service Agreement and Statement of Work with CliftonLarsonAllen LLP for Accounting Services: The Board reviewed a Master Service Agreement and Statement of Work with CliftonLarsonAllen LLP for Accounting Services.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Master Service Agreement and Statement of Work with CliftonLarsonAllen LLP for Accounting Services.

LEGAL MATTERS

Lien Filed on Property Owned by U.S. Foodservice, Inc.: There was no report at this time.

Conveyance of Property from Prologis Park 70 Land Venture LLC to the District: The Board discussed the conveyance of property (monument signs) from Prologis Park 70 Land Venture LLC to the District.

Following discussion, upon motion duly made by Director Garton, seconded by Director Martin and, upon vote, unanimously carried, the Board authorized the conveyance of property (monument signs) from Prologis Park 70 Land Venture LLC to the District. The Board directed legal counsel to draft the necessary documents.

Assignment and Assumption of Development Agreement between the City of Aurora and Prologis Regarding Prologis Park 70: The Board reviewed an Assignment and Assumption of Development Agreement between the City of Aurora and Prologis Regarding Prologis Park 70.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Assignment and Assumption of Development Agreement between the City of Aurora and Prologis Regarding Prologis Park 70, subject to final review by General Counsel.

Harvest Mile Interchange Project: Director Garton noted Board the District may need to contribute money to the Harvest Mile Interchange Project. No action was taken by the Board at this time.

RECORD OF PROCEEDINGS

Sanitary Sewer Project: Director Garton noted the District may need to pay an estimated cost of \$383,745 for the Sanitary Sewer Project with completion anticipated in 2022.

Election Resolution: The Board discussed Resolution No. 2021-11-05; 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 a mail ballot election.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing Ann Finn as the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

CAPITAL IMPROVEMENTS

Construction Management Fees: The Board deferred discussion. There was no update at this time.

Modifications to Monument Signs: The Board deferred discussion. There was no update at this time.

OPERATIONS AND MAINTENANCE

Operation and Maintenance Services for 2022: Ms. Finn updated the Board regarding 2022 operation and maintenance services for the District.

Landscape Maintenance Services: The Board reviewed a Service Agreement with BrightView Landscape Services for 2022 Landscape Maintenance Services

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with BrightView Landscape Services for 2022 Landscape Maintenance Services.

Winter Watering: The Board entered into discussion regarding a proposal for winter watering. The Board authorized winter watering when deemed necessary.

Detention Pond Maintenance: The Board reviewed a Service Agreement with Consolidated Divisions, Inc., d/b/a CDI Environmental Contractors for 2022 Detention Pond Maintenance.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with Consolidated Divisions, Inc., d/b/a CDI Environmental Contractor for 2022 Detention Pond Maintenance.

Snow Removal Services: The Board reviewed a Service Agreement with Denver Commercial Property Services, Inc. for 2021-2022 Snow Removal Services.

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with Denver Commercial Property Services, Inc. for 2021-2022 Snow Removal Services.

Tree Replacements and a Tree Care Program: The Board reviewed a Service Agreement with SavATree for Tree Replacements and a Tree Care Program.

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with SavATree for Tree Replacements and a Tree Care Program.

Deep Root Watering of Trees: The Board reviewed a proposal from SavATree for deep root watering of trees.

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the proposal from SavATree for deep root watering of trees.

Pest Control Services: The Board entered into discussion regarding the 2022 pest control services.

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board authorized the staff to obtain 2022 pest control services if deemed necessary. The Board further authorized Director Garton to execute a Service Agreement for the pest control services.

Security Services: The Board entered into discussion regarding the 2022 security services. The Board determined security services is not necessary at this time.

RECORD OF PROCEEDINGS

Change Order No. 1 to Service Agreement with Diversified Underground Services, Inc. for Utility Locate Services: The Board entered into discussion regarding Change Order No. 1 to Service Agreement with Diversified Underground Services, Inc. for utility locate services.

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved Change Order No. 1 to Service Agreement with Diversified Underground Services, Inc. for utility locate services.

OTHER BUSINESS

No other business was discussed

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting