

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PARK 70 METROPOLITAN DISTRICT HELD NOVEMBER 11, 2022

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 Friday, the 11th day of November, 2022, at 11:00 a.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

Also In Attendance Were:

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

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

Lindsay Ross; CliftonLarsonAllen LLP

Alex Wells, Katie Kier and Anne LaPlace; ProLogis

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.

Ms. Finn 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 Director 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 and seconded by Director Garton and, upon vote, unanimously carried, the Agenda was approved, as presented.

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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. Ms. Finn noted the meeting would be conducted 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. 2022-11-01; 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. 2022-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet in person at the Prologis offices at 1800 Wazee St. #500, Denver, CO 80202 at 1:00 p.m. on June 13 and via Zoom on November 14, 2022 at 1:00 p.m.

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

Resignation of Tom Martin: The Board discussed the resignation of Tom Martin from the Board of Directors.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board acknowledged the resignation of Tom Martin from the Board of Directors.

District Website: The Board discussed the status of the District website and reviewed the TownCloud, Inc. Subscription Agreement.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the TownCloud, Inc. Subscription Agreement.

Vacancies on the Board: The Board discussed the vacancies on the Board of Directors and considered appointing Katie Kier to the Board of Directors.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board appointed Katie Kier to the Board of Directors.

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Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the following slate of officers were appointed:

| | |
|-----------|------------------------------------|
| President | Keiffer Garton |
| Treasurer | Katie Kier |
| Secretary | Ann E. Finn (non-elected position) |

CONSENT AGENDA: The Board considered the following actions:

- Approve Minutes of the June 28, 2022 Special Meeting.
- Discuss §32-1-809, C.R.S., Transparency Notice reporting requirements and mode of eligible election notification (2022 SDA Website).
- Ratify approval of the proposal from Brightview Landscape Services, Inc. for native weed application.
- Ratify approval of payment of claims as follows:

| Fund | Period Ending June 30, 2022 | Period Ending July 31, 2022 | Period Ending Aug. 31, 2022 | Period Ending Sept. 30, 2022 |
|------------------|--------------------------------|--------------------------------|--------------------------------|---------------------------------|
| General | \$ 29,634.06 | \$ 16,546.95 | \$ 18,822.95 | \$ 20,818.09 |
| Debt Service | \$ 3,500.00 | \$ -0- | \$ -0- | \$ -0- |
| Capital Projects | \$ -0- | \$ -0- | \$ -0- | \$ -0- |
| Total | \$ 32,586.68 | \$ 16,546.95 | \$ 18,822.95 | \$ 20,818.09 |

| |
|--------------------------------|
| Period Ending Oct. 31, 2022 |
| \$ 29,779.05 |
| \$ 3,000.00 |
| \$ -0- |
| \$ 32,776.99 |

Following discussion, upon motion duly made 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, 2022

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and accept the Schedule of Cash Position as of September 30, 2022, updated September 30, 2022.

Following discussion, upon motion duly made and seconded by Director Garton 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, 2022 and accept the Schedule of Cash Position as of September 30, 2022, updated September 30, 2022.

2022 Audit: The Board reviewed the proposal from Simmons & Wheeler, P.C. to perform the 2022 Audit.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. to perform the 2022 Audit, for an amount not to exceed \$6,000.

2022 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2022 Budget and discuss related issues.

It was noted that a Notice stating the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the public hearing was published 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 review and discussion, the Board determined that a Budget Amendment was not necessary.

2023 Budget Hearing: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that a Notice stating 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. 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 2022 revenues and expenditures and the proposed 2023 estimated revenues and expenditures.

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Following discussion, the Board considered the adoption of Resolution No. 2022-11-02 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2022-11-03 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 and 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, 2022. Ms. Finn was authorized to transmit the Certification of Mill Levies to the County not later than December 15, 2022. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. 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 and seconded by Director Garton and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and authorized Director Garton to sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

2024 Budget Preparation: The Board discussed the preparation of the 2024 Budget.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

Statement of Work with CliftonLarsonAllen LLP for 2023 Accounting Services: The Board reviewed the Statement of Work with CliftonLarsonAllen LLP for 2023 Accounting Services.

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

LEGAL MATTERS

Resolution Calling May 2, 2023 Election: The Board discussed Resolution No. 2022-11-04; Resolution Calling May 2, 2023 Election for Directors.

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Following discussion, upon motion duly made and seconded by Director Garton, and upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-04; Resolution Calling May 2, 2023 Election for Directors and appointed Ann Finn as Designated Election Official (“DEO”) and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

It was noted Self-Nomination Forms are due by February 24, 2023.

CAPITAL IMPROVEMENTS

Prologis Lift Station Improvement Offer Packet from City of Aurora: The Board discussed the Prologis Lift Station Improvement Offer Packet from City of Aurora.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Prologis Lift Station Improvement Offer Packet from City of Aurora, in the amount of \$8,542.30.

Capital Improvement Projects: The discussed the status of renovation of monument signs. No additional action was taken by the Board.

OPERATIONS AND MAINTENANCE

Operation and Maintenance Report: Ms. Finn updated the Board regarding the Operations and Maintenance issues. No additional action was taken by the Board.

Service Agreement with Brightview Landscape Services, Inc. for 2023 Landscape Maintenance Services: The Board reviewed the Service Agreement with Brightview Landscape Services, Inc. for 2023 landscape maintenance services.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with Brightview Landscape Services, Inc. for 2023 landscape maintenance services.

Service Agreement with Tree Keepers LLC for 2023 Tree Care Services: The Board reviewed the Service Agreement with Tree Keepers LLC for 2023 Tree Care Services.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with Tree Keepers LLC for 2023 Tree Care Services.

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Service Agreement with Diversified Underground, Inc. for Utility Locate Services: The Board reviewed the Service Agreement with Diversified Underground, Inc. for Utility Locate Services.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with Diversified Underground, Inc. for 2023 Utility Locate Services.

Service Agreement for 2022/2023 Snow Removal Services between the District and Denver Commercial Property Services, Inc.: The Board reviewed the Service Agreement for 2022/2023 Snow Removal Services between the District and Denver Commercial Property Services, Inc.

Following discussion, upon motion duly made and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement for 2022/2023 Snow Removal Services between the District and Denver Commercial Property Services, Inc.

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 and seconded by Director Garton, and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting