

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CITYSET METROPOLITAN DISTRICT NO. 2 HELD JUNE 17, 2020

A Special Meeting of the Board of Directors (hereinafter referred to as the “Board”) of CitySet Metropolitan District No. 2 (hereinafter referred to as the “District”) was held on Wednesday, June 17, 2020, at 10:30 a.m., the meeting was held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the Coronavirus (COVID-19). The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Navin Dimond

Jason Gaede

Christopher “Chris” Manley (for a portion of the meeting)

##### Also In Attendance Were:

David Solin; Special District Management Services, Inc.

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

Kimberly Johannis; Simmons & Wheeler, P.C.

Howard Pollack, Dave Womack and John Davis; Stonebridge Companies (“SBCO”)

William “Bill” Martinic; Board Candidate

#### 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. Mr. Solin 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.

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### ADMINISTRATIVE MATTERS

**Agenda:** The Board reviewed the proposed Agenda for the District's Special Meeting.

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

**Approval of Meeting Location:** 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.

Following discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via teleconference, without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice providing the conference bridge information was duly posted and that they have not received any objections or any requests that the means of hosting the meeting be changed by tax paying electors within the District's boundaries.

**May 5, 2020 Election:** Mr. Solin discussed with the Board the results of the May 5, 2020 Regular Election for Directors ("Election"). It was noted that the Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. Directors O'Shields and Szapor were deemed elected to 3-year terms ending in May, 2023 and Director Manley was deemed elected to a 2-year term ending in May 2022.

**Resignations of Directors:** Following discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board acknowledged the resignation of Director Michael Szapor from the Board, effective as of May 22, 2020 and the resignation of Director William ("Trey") O'Shields III from the Board effective as of June 15, 2020.

**Board Appointment:** The Board discussed the vacancy on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was made on May 28, 2020 in The Villager. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication. As such, eligible elector, William G. Martinic, was elected to the Board.

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Following discussion and upon motion duly made by Director Dimond, seconded by Director Manley and, upon vote unanimously carried, the Board appointed William G. Martinic to fill the to fill the vacancy on the Board of Directors. The Oath of Director was administered.

**Appointment of Officers:** Following discussion, upon motion duly made by Director Dimond, seconded by Director Manley and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Navin Dimond
Treasurer	Jason Gaede
Secretary	David Solin
Assistant Secretary	Chris Manley
Assistant Secretary	William G. Martinic

**Minutes:** The Board reviewed Minutes of the December 18, 2019 Special Meeting.

Following discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Minutes of December 18, 2019 Special Meeting were approved, as presented.

### **FINANCIAL MATTERS**

**Claims:** The Board reviewed and considered ratifying approval of payment of claims for the periods ending as follows:

Fund	Period Ending Dec. 17, 2019	Period Ending Dec. 26, 2019	Period Ending Jan. 16, 2020	Period Ending Feb. 13, 2020
General	\$ 42,372.99	\$ 1,852.04	\$ 7,761.09	\$ 7,050.64
Debt Service	\$ 79,791.88	\$ -0-	\$ -0-	\$ 124,227.14
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 122,164.87</b>	<b>\$ 1,852.04</b>	<b>\$ 7,761.09</b>	<b>\$ 131,227.78</b>

Fund	Period Ending March 13, 2020	Period Ending April 15, 2020	Period Ending May 7, 2020
General	\$ 44,141.69	\$ 9,979.76	\$ 5,022.17
Debt Service	\$ -0-	\$ -0-	\$ 198,276.13
Capital	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 44,141.69</b>	<b>\$ 9,979.76</b>	<b>\$ 203,298.30</b>

Following review, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board ratified the payment of claims, as presented.

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**Unaudited Financial Statements:** Ms. Johanns reviewed the unaudited financial statements through the period ending March 31, 2020.

Following review and discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2020.

**2015 Loan refunding:** The Board discussed the status of the 2015 Loan Refunding. Director Gaede, Mr. Womack and Mr. Pollack advised the Board that they are seeking an extension of the term of the existing loan, and will begin working with banks.

**2019 Audit:** Ms. Johanns reviewed the 2019 Audit with the Board.

Following review and discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board accepted the 2019 Audit and authorized the execution of the Representations Letter.

**2021 Budget:** The Board entered into discussion regarding appointing the District Accountant to prepare the 2021 Budget and setting the date for a Public Hearing to adopt the 2021 Budget.

Following discussion, upon motion duly made by Director Dimond, seconded by Director Gaede, and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 Budget and set the date for a Public Hearing to adopt the 2021 Budget for November 18, 2020 at 9:30 a.m. at the regular meeting location.

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### **LEGAL MATTERS**

**Landscape Maintenance Service Agreement with Powder Country:** The Board discussed the Landscape Maintenance Service Agreement with Powder Country.

Following discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board ratified approval of the Landscape Maintenance Service Agreement with Powder Country.

**McGeady Becher P.C. Document Retention Policy:** Attorney Williams presented to the Board an update to the McGeady Becher P.C. Document Retention Policy.

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Following discussion, upon motion duly made by Director Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board approved the updated McGeady Becher P.C. Document Retention Policy. Accordingly, a copy of the updated McGeady Becher P.C. Document Retention Policy is attached hereto and incorporated herein by reference.

### PROJECTS

**Parking Lot and Repaving Project:** The Board discussed the Parking Lot and Repaving Project.

Following discussion, upon motion duly made by Director Dimond, seconded by Director Martinic and, upon vote, unanimously carried, the Board determined that the Developer will proceed with the project and certify costs. The Board appointed Director Martinic to oversee the project.

#### **Landscape Matters:**

*Additional Planting and Refreshing:* The Board directed Mr. Solin and SBCO staff to continue working with vendors to obtain proposals for new plants, mulch and rocks for a refresh of the Landscaping.

*Grounds Maintenance:* The Board directed Mr. Solin to prepare a service agreement with Hilton Garden Inn for grounds maintenance.

**Fountain Repair Project:** The Board directed Mr. Solin to obtain proposals for mesh wall coverings.

**Improvements to Ventilation in Camera Room:** The Board directed Mr. Solin and SBCO staff to continue working with vendors to obtain proposals.

**Security Camera System:** The Board directed Mr. Solin and SBCO staff to proceed with obtaining a new UPS back-up for the security camera system.

### OTHER MATTERS

There were no other matters.

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### ADJOURNMENT

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

Respectfully submitted,

By



Secretary for the Meeting

**McGeady Becher P.C.**  
**Document Retention Policy**

**Types of Documents**

In representing you we will or may take possession of, create, and/or keep various types of documents. These consist of documents you provide to us, documents which constitute the District's official public record, and internal documents we create to assist us in providing services to you.

**Documents You Provide to Us**

It is our policy to copy and return original documents you provide to us as soon as practicable. Exceptions to this policy are original documents which should be kept as part of the District's official public record, instances where we must have an original document to represent you, or cases where we have affirmatively agreed retain a document for safekeeping.

**The District's Record**

As a part our engagement, we will maintain the District's official public Record (the "**Record**"). The Record is a highly useful and detailed compilation of documents reflecting the official actions of the District and serves multiple functions. First, it collects those documents which the public is entitled to inspect and copy under various state and federal public records and freedom of information statutes. Second, it organizes the records of the District – such as its contracts, land and title records, and easements - in a manner which is useful in conducting the ongoing business of the District. Third, the Record helps expedite the District's annual audit process. Fourth, in the event you should change legal counsel or employ in-house counsel, the Record will enable that counsel to understand the status and assume representation of the District with maximum efficiency.

The Record includes the District's organizational documents, fully-executed agreements which are still in effect, rules, regulations, resolutions adopted by the District, official minutes books, meeting notices, agendas, insurance policies, District maps, election records, bond documents, audit documents, and many more. A comprehensive list of documents comprising the Record is available from us at any time upon request.

Creating and maintaining the Record is an important and complex task, and you agree to pay our actual costs and hourly fees associated with doing this.

**Supplemental Documents**

All other documents created in course of representing you are referred to as Supplemental Documents. These include our notes, drafts, memoranda, worksheets, electronic communications, and other electronic documents stored in various media or file servers.

### **Documents We Retain**

Except as provided in this Document Retention Policy or an amendment thereto, we will keep the Record and any original documents accepted by us for safekeeping so long as we represent you.

### **Delivery of the Record**

Once a matter is concluded or our representation terminated, we deliver the original, printed Record, together with any original documents we have accepted for safekeeping, to you or the District's designee, provided our fees and costs have been paid in full. If you do not designate someone to receive these records, we will deliver them to a then-current officer or director of the District. If we are unable to deliver these documents because of your failure to designate a recipient, we may retain, destroy, or otherwise dispose of them in manner which assures their continued confidentiality within thirty (30) days following the conclusion of a matter or the termination of our representation.

We will also confidentially destroy the Record of any District in our possession if a final order of dissolution of the District is entered.

All other documents, including all Supplemental Documents, are routinely, periodically, confidentially, and permanently purged by us once they are no longer useful to us in providing services to you.