

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CITYSET METROPOLITAN DISTRICT NO. 2 HELD NOVEMBER 17, 2021

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, November 17, 2021, at 9:30 a.m. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by conference call without any individuals (neither district representatives nor the general public) attending in person. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Navin Dimond
William G. Martinic
Aly-Khan Merali
Ashley Dimond
Jason Gaede

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

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

Kimberly Johanns; Simmons & Wheeler, P.C.

Howard Pollack and Mark Hays; Stonebridge Companies (“SBCO”)

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 by the statutory deadline.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

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

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

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 N. Dimond, seconded by Director Martinic 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. The Board further noted that notice providing the conference bridge information was duly posted and that it had 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.

Designation of 24-hour Posting Location: Upon motion duly made by Director N. Dimond, seconded by Director Martinic and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24-hours prior to each meeting on a parking sign.

Minutes: The Board reviewed the Minutes of the June 16, 2021 Special Meeting.

Following discussion, upon motion duly made by Director N. Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Minutes of the June 16, 2021 Special Meeting were approved, as presented.

Resolution No. 2021-11-01; Establishing 2022 Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices: The Board discussed Resolution No. 2021-11-01; Establishing 2022 Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices.

Following discussion, upon motion duly made by Director N. Dimond, seconded by Director Martinic and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01; Establishing 2022 Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices. The Board scheduled regular meetings for June 15, 2022 and November 16, 2022 at 9:30 to be held via teleconference.

RECORD OF PROCEEDINGS

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

Following discussion, the Board directed staff to post the required information to the SDA website, and the District’s website once operational, satisfying the statutory requirement.

District Website: Mr. Solin updated the Board on the status of the District website.

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

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

Fund	Period Ending June 22, 2021	Period Ending July 15, 2021	Period Ending Aug. 27, 2021	Period Ending Sept. 28, 2021
General	\$ 39,695.45	\$ 34,121.58	\$ 18,583.01	\$ 8,021.75
Debt Service	\$ -0-	\$ 105,240.06	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total Claims	\$ 39,695.45	\$ 139,361.64	\$ 18,583.01	\$ 8,021.75

Fund	Period Ending Oct. 21, 2021
General	\$ 5,698.93
Debt Service	\$ -0-
Capital Projects	\$ -0-
Total Claims	\$ 5,698.93

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

Unaudited Financial Statements: Ms. Johanns reviewed the unaudited financial statements through the period ending September 30, 2021 with the Board.

Following review and discussion, upon motion duly made by Director N. Dimond, seconded by Director Merali and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2021.

Signers on the Account: The Board discussed potential signers on the District’s bank account.

RECORD OF PROCEEDINGS

Following review, upon motion duly made by Director N. Dimond, seconded by Director Gaede and, upon vote, unanimously carried, the Board authorized all Board members as signers on the District's bank account, with all checks requiring two (2) signatures.

2021 Audit: The Board discussed the engagement of Haynie & Company to perform the 2021 audit for an amount not to exceed \$6,600.

Following review and discussion, upon motion duly made by Director N. Dimond, seconded by Director Martinic and, upon vote, unanimously carried, the Board approved the engagement of Haynie & Company to perform the 2021 audit for an amount not to exceed \$6,600.

2021 Budget Amendment Hearing: The President opened the public hearing to consider the 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. There were no comments from the public in attendance and the public hearing was closed.

Following review and discussion, Director Merali moved to adopt the Resolution to Amend 2021 Budget, Director Martinic seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-02 to Amend the 2021 Budget. 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 this public hearing. No public comments were received and the public hearing was closed.

Ms. Johanns reviewed the estimated 2021 expenditures and the proposed 2022 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money. Upon motion duly made by Director Merali, seconded by Director Martinic and, upon vote, unanimously carried, Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money was adopted, as discussed, and execution of the

RECORD OF PROCEEDINGS

Certification of Budget and Certification of Zero (0.000) Mill Levies was authorized, prior to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Mr. Solin was authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022.

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 Merali, seconded by Director Martinic 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 entered into discussion regarding appointing the District Accountant to prepare the 2023 Budget and setting the date for a Public Hearing to adopt the 2023 Budget for November 16, 2022.

Following discussion, upon motion duly made by Director Merali, seconded by Director Martinic and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget; directed that the form of the 2023 draft budget be the same as the 2022 adopted budget unless a Board Member provides input to adjust those assumptions, and set the date for a Public Hearing to adopt the 2023 Budget for the November 16, 2022.

LEGAL MATTERS

Operation Funding Agreement with Stonebridge Development Company LLC: The Board discussed developer advances.

Following discussion, upon motion duly made by Director A. Dimond, seconded by Director Merali and, upon vote, unanimously carried, the Board approved a 2022 Operation Funding Agreement with Stonebridge Development Company LLC.

Resolution Calling May 3, 2022 Regular Election: The Board discussed Resolution No. 2021-11-04; 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 Martinic, seconded by Director A. Dimond and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-04; Resolution Calling a Regular Election for Directors on May 3, 2022, appointed David Solin as the DEO and authorized 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.

RECORD OF PROCEEDINGS

PROJECTS

Landscape and Maintenance Matters: Mr. Solin updated the Board on landscape and maintenance matters.

2022 Landscape Services Agreement Between the District and BrightView Landscape Services, Inc.: The Board discussed a 2022 Landscape Services Agreement between the District and BrightView Landscape Services, Inc.

Following discussion, upon motion duly made by Director Martinic, seconded by Director A. Dimond and, upon vote, unanimously carried, the Board approved the 2022 Landscape Services Agreement between the District and BrightView Landscape Services, Inc.

Proposal from BrightView Landscape Services, Inc. for 2021-2022 Snow Removal: The Board discussed a proposal from BrightView Landscape Services, Inc. for 2021-2022 snow removal services.

Following discussion, upon motion duly made by Director Martinic, seconded by Director A. Dimond and, upon vote, unanimously carried, the Board approved the proposal from BrightView Landscape Services, Inc. for 2021-2022 snow removal services.

Agreement with Rentokil North America, Inc. d/b/a Ambius (“Ambius”) for 2020 Holiday Lighting: The Board reviewed the Agreement with Ambius for 2020 Holiday Lighting.

Following discussion, upon motion duly made by Director Martinic, seconded by Director A. Dimond and, upon vote, unanimously carried, the Board ratified approval of the Agreement with Ambius for 2020 Holiday Lighting.

Change Order No. 1 to Agreement with Ambius for 2021 Holiday Lighting: The Board discussed Change Order No. 1 to the Agreement with Ambius for 2021 Holiday Lighting.

Following discussion, upon motion duly made by Director Martinic, seconded by Director A. Dimond and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Agreement with Ambius for 2021 Holiday Lighting.

OTHER MATTERS


Acknowledgement of Resignation of Director Navin Dimond from the Board of Directors: . The Board acknowledged the resignation on Director Navin Dimond, effective at the end of the meeting.

ADJOURNMENT

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

RECORD OF PROCEEDINGS

Respectfully submitted,

By  _____
Secretary for the Meeting