

## Record of Proceedings

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MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF THE  
SOUTH SANTA FE METROPOLITAN DISTRICT NO. 2  
HELD DECEMBER 3, 2019

A special meeting of the Board of Directors of the South Santa Fe Metropolitan District No. 2 ("Board") was held on Tuesday, December 3, 2019 at 3:00 p.m. at the office of McGeady Becher P.C., Suite 400, Denver, Colorado 80203.

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Attendance:

In attendance were the following Board Members:

David Hagerman  
James Sharn

Also in attendance were:

Denise Denslow and Caltara Zoellner-Gillespie;  
CliftonLarsonAllen LLP  
Megan Becher, Esq.; McGeady Becher, P.C.

Call to Order/  
Declaration of  
Quorum:

The Meeting was called to order at 3:04 p.m. by Director Hagerman, and a quorum was confirmed.

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 of Directors and to the Secretary of State. Attorney Becher 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 Becher noted that Directors' Disclosure Statements are in the process of being filed.

Approval of  
Agenda, Confirm  
Meeting Location:

Ms. Denslow reviewed the Agenda with the Board. Upon a motion duly made by Director Sharn, seconded by Director Hagerman, and upon vote, unanimously carried, the Board approved the Agenda.

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 and upon motion duly made by Director Hagerman, seconded by Director Sharn

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and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the District's boundaries, or in the County in which the District is located, to conduct this meeting, the meeting would be held at the above stated date, time and location. Ms. Denslow further reported that notices of the time, date and location of the meeting were duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries have been received.

### Approval of Minutes:

### Review and Approve Minutes of the Board's December 6, 2018 Special Meeting

Following discussion, upon a motion duly made by Director Sharn, seconded by Director Hagerman, and upon vote unanimously carried, the Board approved the December 6, 2018 Minutes.

### Administrative Matters:

### Consider Regular Meeting Dates for 2020. Review and Consider Adoption of Resolution No. 2019-12-01, Establishing Regular Meeting Dates, Time and Location, Establishing Regular Meeting Dates, and Designating Locations for Posting of 24-Hour Notices

Following discussion, upon a motion duly made by Director Sharn, seconded by Director Hagerman, and upon vote unanimously carried, the Board approved Resolution No. 2019-12-01, Establishing Regular Meeting Dates, Time and Location, Establishing District Website, and Designating Locations for Posting of 24-Hour Notices.

### Financial Matters:

#### A. Review and Ratify Approval of the 2018 Audit Exemption

Following discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn, and upon vote unanimously carried, the Board ratified approval of the 2018 Audit Exemption.

#### B. Authorize District Accountant, CliftonLarsonAllen LLP to Prepare and File the 2019 Application for Exemption from Audit

Following discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn, and upon vote unanimously carried, the Board appointed the District Accountant,

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CliftonLarsonAllen LLP, to prepare and file the 2019 Application for Exemption from Audit.

- C. Ratify Appointment of District Accountant, CliftonLarsonAllen LLP, to Prepare 2020 Budget and appoint District Accountant to prepare 2021 Budget

Following discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn, and upon vote unanimously carried, the Board ratified the appointment of the District Accountant, CliftonLarsonAllen LLP, to prepare the 2020 Budget and appointed CliftonLarsonAllen LLP to prepare the 2020 Budget.

- D. Conduct Public Hearing on 2019 Budget Amendment and Consider Adoption of Resolution to Amend the 2019 Budget

The President opened the Public Hearing to consider a 2019 Budget Amendment. It was noted that Notice stating the Board would consider a 2019 Budget Amendment was published in accordance with statute. No written objections were received prior to the Public Hearing. No public comments were received and the Public Hearing was closed.

The Board determined amendment of the 2019 Budget was not necessary.

- E. Conduct Public Hearing on the Proposed 2020 Budget, Appropriate Expenditures and Certify Mill Levies; Consider Adoption of Resolution No. 2019-12-02 to Adopt 2020 Budget and Appropriate Expenditures and Resolution No. 2019-12-03 to Set Mill Levies

It was noted that Notice stating the Board would consider adoption of a 2020 Budget was published in accordance with statute. No written objections were received prior to the Public Hearing

The president opened the public hearing at 3:10 p.m. No public comments were received and the Public Hearing was closed.

Ms. Zoellner-Gillespie reviewed the 2020 budget with the Board.

Upon a motion duly made by Director Hagerman, seconded by Director Sharn, and upon vote unanimously carried, the Board approved Resolution No. 2019-12-02 Adopting the 2020 Budget and Appropriating Expenditures and Resolution No. 2019-12-03 to

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Set Mill Levies, and the District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Douglas County not later than December 15, 2019. The District Accountant was further authorized to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2020.

F. Other

None.

Items from  
Manager

A. Discuss Insurance Renewal, Insurance Schedule and Special District Association (SDA) Membership

Upon a motion duly made by Director Sharn, seconded by Director Hagerman, and upon a vote, unanimously carried, the Board authorized the Insurance Renewal, Insurance Schedule and SDA Membership.

B. Discuss Transparency Notice and Mode of Eligible Elector Notification for 2020 on SDA Website

The Board directed the Transparency Notice required under Section 32-1-809, C. R.S. to be posted on the SDA website.

Items from  
Attorney

A. Review and Consider Adoption of Resolution No. 2019-12-04, Calling Regular Elections for Directors on May 5, 2020, Appointing the Designated Election Official (“DEO”) to perform all Tasks Required for the Conduct of a Mail Ballot Election.

Ms. Becher reviewed the Election Resolution with the Board.

Following review, upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon vote, unanimously carried, the Board approved adoption of Resolution No. 2019-12-04, Calling Regular Elections for Directors.

B. Other

None.

Other Business:

Discuss Status of Development

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Director Sharn reported the Ready Mix Plant went back through the county approval process but construction is not slated until 2022. The remainder of the property has not gone through and entitlements are on hold for the time being.

Adjournment:

There being no further business to come before the Board, upon motion duly made by Director Hagerman, and seconded by Director Sharn, and upon vote unanimously carried, the meeting was adjourned at 3:20 p.m.

Respectfully Submitted,

DocuSigned by:  
*Denise Denslow*  
77517AF6E925439...

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Secretary for the Meeting

## Certificate Of Completion

Envelope Id: 209D851446064DF99F0F248338CB26C6	Status: Completed
Subject: Please DocuSign: 1f - Draft 12-3-19 Minutes SSFMD2.pdf	
Client Name: South Santa Fe MD #2	
Client Number: 011-043184-OS01-2020	
Source Envelope:	
Document Pages: 5	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	
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	Envelope Originator: Sandy Brandenburger 220 South 6th Street Suite 300 Minneapolis, MN 55402 Sandy.Brandenburger@claconnect.com IP Address: 67.137.57.251

## Record Tracking

Status: Original 12/21/2020 5:19:48 PM	Holder: Sandy Brandenburger Sandy.Brandenburger@claconnect.com	Location: DocuSign
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## Signer Events

Denise Denslow  
denise.denslow@claconnect.com  
Secretary  
Security Level: Email, Account Authentication (None)

## Signature

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77517AF6E925439...  
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## Electronic Record and Signature Disclosure:

Accepted: 12/23/2020 1:09:27 PM  
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## In Person Signer Events

## Signature

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## Editor Delivery Events

## Status

## Timestamp

## Agent Delivery Events

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## Intermediary Delivery Events

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## Certified Delivery Events

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## Timestamp

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## Timestamp

## Notary Events

## Signature

## Timestamp

## Envelope Summary Events

## Status

## Timestamps

Envelope Sent	Hashed/Encrypted	12/21/2020 5:20:45 PM
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Signing Complete	Security Checked	12/23/2020 1:09:34 PM
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