

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
SOUTH SANTA FE METROPOLITAN DISTRICT NO. 2 (THE
“DISTRICT”)
HELD
DECEMBER 7, 2021**

A special meeting of the Board of Directors (referred to hereafter as the “Board”) of the South Santa Fe Metropolitan District No. 2 District was convened on Tuesday, December 7, 2021 at 3:00 p.m. via teleconference. The public was encouraged to attend via teleconference means.

ATTENDANCE

Directors In Attendance Were:

David Hagerman, President
James Sharn, Secretary/Treasurer

Also In Attendance Were:

Denise Denslow, Stephanie Odewumi & Gigi Pangindian; CliftonLarsonAllen LLP
Megan Becher Esq.; McGeady Becher P.C.
John Anderson; Martin Marietta

ADMINISTRATIVE MATTERS

Call to Order: Ms. Denslow called the meeting to order at 3:00 p.m.

Quorum, 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 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.

Meeting Location and Posting of Notices and Designate 24-Hour Posting Location and Approve 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. It was noted that 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, the District Board meeting was held with limited people at the location and available by teleconference. The Board further noted that notice providing the Microsoft Teams access information was duly posted 24 hours prior to the meeting and that they had not received any objections or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

Following discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon a vote, unanimously carried, the Board approved the Agenda as presented.

Public Comment: There was no public comment

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Discuss status of District website: Ms. Denslow informed the Board that the District website will need to be adhere to the new legislation of being applied to post meeting notices no later than 2023. She noted that the cost for launching a website would be at a not to exceed amount of \$750. Following discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon vote, unanimously carried, the Board approved to launch a District website in an amount not to exceed \$750.

BOARD VACANCIES

Discuss vacancies on the Board and consider the appointment of eligible elector to the Board of Directors of the District (Notice of Vacancy published November 11, 2021).
Administer Oath of Office: Attorney Becher informed the Board that they did not receive any responses for a request to qualify John Anderson for the Board. She stated at this point we are not able to appoint, but could hold a special meeting to appoint in the future to replace Director Hagerman or Director Hagerman can resign, and we can operate with one Board member. This can also be done during the May 2023 Election period. She recommended to move forward with the election versus appointment.

Consider appointment of officers: Not needed.

CONSENT AGENDA

Minutes of December 1, 2020 Special Meeting
Ratify 2020 Audit Exemption
Authorize District Accountant, CliftonLarsonAllen LLP to prepare and file 2021 application for Exemption from Audit
Appoint District Accountant to prepare 2023 Budget

Following discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.

FINANCIAL MATTERS

Conduct Public Hearing to Consider Amendment of the 2021 Budget; Consider Adoption of Resolution 2021-12-01 to Amend 2021 Budget: Ms. Pangindian informed the Board that a 2021 Budget amendment was not needed.

Conduct Public Hearing to Approve 2022 Budget, Appropriate Expenditures and Set Mill Levy; Consider Adoption of Resolution 2021-12-02 to Adopt 2022 Budget, Appropriate Expenditures and Set Mill Levy: Upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon vote, unanimously carried, the Board opened the public hearing at 3:10 pm. The public hearing was closed at 3:11 pm. No public was presented and no public comments were made.

Following review and discussion, upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon vote, unanimously carried, the Board Approved the 2022 Budget, Appropriate Expenditures and Set Mill Levy; and adopted Resolution 2021-12-02 to Adopt 2022 Budget, Appropriate Expenditures and Set Mill Levy.

Authorize District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other

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interested parties: Upon a motion duly made by Director Hagerman seconded by Director Sharn and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.

Other: None.

MANAGER MATTERS

Consider Approval of CliftonLarsonAllen LLP Master Service Agreement and related statement(s) of work: Following review, upon a motion duly made by Director Hagerman seconded by Director Sharn and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Master Service Agreement and related statement(s) of work.

Discuss business to be conducted in 2022 and location (virtual and/or physical) of meetings. Schedule regular meeting dates and consider adoption of Resolution Establishing Regular Meeting Dates, Time, and Location, Establishing District Website and Designating Posting Location for 24-Hour Notices: The Board noted their preference of virtual meetings in 2022. Following discussion, upon a motion duly made by Director Hagerman seconded by Director Sharn and, upon vote, unanimously carried, the Board adopted the Resolution Establishing Meeting Dates, Time and Location and the Establishing District Website and Designating Posting Location for 24-Hour Notices.

Discuss Renewal of 2022 Insurance Policy and Special District Association Membership: Upon a motion duly made by Director Hagerman seconded by Director Sharn and, upon vote, unanimously carried, the Board approved the renewal of 2022 insurance policy and Special District Association Membership.

Discuss requirements of Section 32-1-809, C.R.S. and direct staff regarding compliance for 2022 (District Transparency Notice): Upon a motion duly made by Director Hagerman seconded by Director Sharn and, upon vote, unanimously carried, the Board directed staff regarding compliance for 2022 requirements of Section 32-1-809, C.R.S. (District Transparency Notice).

LEGAL MATTERS

Review and consider adoption of Resolution No. 2021-12-03, Calling May 3, 2022 Election for Directors, appointing Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. Self-Nomination Forms are due by February 25, 2022 (enclosure). Discuss the need for ballot issues and/or questions: Upon a motion duly made by Director Hagerman seconded by Director Sharn and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-12-03, Calling May 3, 2022 Election for Directors, appointing Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

DIRECTOR MATTERS

Other: None.

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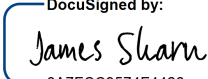
OTHER
MATTERS

Discuss Status of Development: There were not items to discuss.

ADJOURNMENT

Upon a motion duly made by Director Hagerman, seconded by Director Sharn and, upon vote, unanimously carried, the Board adjourned the meeting at 3:23 p.m.

Respectfully submitted,

By: 
Secretary for the Meeting