

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF

144th AVENUE METROPOLITAN DISTRICT NOS. 1 & 2

HELD
December 5, 2022

The Boards of Directors of the 144th Ave Metropolitan District Nos. 1 & 2, held a special meeting, open to the public, via MS Teams and teleconference at 11:30 a.m. on Monday, December 5, 2022.

ATTENDANCE: Directors in Attendance:
Ginger Dodge, President/Chairperson
John Arlotti, Asst. Secretary/ Asst. Treasurer
Angela Troxel, Director
Gus Quinonez, Director

Also, in Attendance Were:
Deborah Early; Icenogle Seaver Pogue, P.C.
Andrew Kunkel, Wendy McFarland, Teresa Adler, Jason Woolard, and
Kieyesia Conaway; Pinnacle Consulting Group, Inc.
Jacque Lorance and Marc Raskulinez; CPA Arbour Commons

CALL TO ORDER The meeting was called to order at 11:32 a.m. by Mr. Kunkel, noting that a quorum was present. The directors in attendance confirmed their qualifications to serve.

MEETING NOTICE Mr. Kunkel reported that Notice and Agenda of the Coordinated Special Board Meeting had been duly posted within the boundaries of the District. The notice also included the agenda items.

CONFLICT OF INTEREST DISCLOSURE Ms. Early noted written disclosures of potential conflicts of interests for all directors were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing potential conflicts of interest that may exist as certain Board Members are employees of or affiliated with CORE Realty Holdings Management, Inc., which is an affiliate of CPA Arbour Commons DST, the landowner of the land within the Districts. Ms. Early advised the Boards that pursuant to Colorado law, certain disclosures may be

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required prior to taking official action at the meeting. The Boards reviewed the agenda for the meeting, following which each director confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required by Colorado law, to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

APPROVAL
OF AGENDA

The Boards reviewed the agenda. Following review and discussion, and upon motion duly made by Director Quinonez, seconded by Director Dodge and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

APPROVAL
OF MINUTES

The Boards reviewed the minutes of the September 16, 2022 and November 11, 2022 meetings. Following review and discussion, and upon motion duly made by Director Dodge, seconded by Director Quinonez and, upon vote, unanimously carried, it was

RESOLVED to approve the minutes of the September 16, 2022 and November 11, 2022 meetings.

ELECTION
OF OFFICERS

The Board discussed the election of Officers. Following review and discussion, upon motion duly made by Director Dodge, seconded by Director Arlotti and, upon vote, unanimously carried, it was

RESOLVED to appoint Ginger Dodge as President/Chairperson, John Arlotti as Assistant Secretary and Assistant Treasurer, Angela Troxel as Assistant Treasurer and Gus Quinonez as Secretary and Treasurer.

PUBLIC COMMENT

There were no members of the public present.

FINANCIAL ITEMS

Payment of Claims: Ms. McFarland reviewed with the Boards the payment of claims for period October 22, 2022 through December 1, 2022 in the amount of \$14,452.09. Following review and discussion, and upon motion duly made by Director Quinonez, seconded by Director Dodge and, upon vote, unanimously carried, it was

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RESOLVED to ratify the payment of claims for period October 22, 2022, through December 1, 2022, in the amount of \$14,452.09, as presented.

Financial Reports: Ms. McFarland reviewed with the Boards the unaudited Financial Statements for the period ending June 30, 2022 with the Boards and answered questions. Following review and discussion, and upon motion duly made by Director Troxel, seconded by Director Dodge and, upon vote, unanimously carried, it was

RESOLVED to approve the unaudited Financial Statements for the period ending June 30, 2022, as presented.

2023
BUDGET HEARING

Director Quinonez opened the 2023 Budget Hearing for 144th Ave Metropolitan District Nos. 1 & 2. Mr. Kunkel reported that notice of the budget hearing was published on December 1, 2022 in the Westminster Window, in accordance with state budget law. There being no public input the public portion of the budget hearing was closed. Ms. McFarland reviewed the budgets in detail and responded to questions. Funds are proposed to be appropriated as follows:

District No. 1
Mill levy is 0.000 mills.
General Fund Expenditures: \$59,800; funded by the Park Facility Fee

District No. 2
Mill levy is 0.000 mills.
General Fund Expenditures: \$0

Following review and discussion among Board members, and upon motion duly made by Director Dodge, seconded by Director Quinonez and, upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2023 budgets for 144th Ave Metropolitan District Nos. 1 & 2, appropriate budgeted funds and approve all other documents related to the 2023 budgets.

DISTRICT
MANAGER ITEMS

Discussion Regarding Operations and Maintenance Agreement: Mr. Woolard discussed the Operations and Maintenance Agreement and answered questions.

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Termination of Master Service Agreement with Environmental Designs, Inc.: Mr. Woolard discussed terminating the Master Service Agreement with Environmental Designs, Inc. and answered questions. Following review and discussion, and upon motion duly made by Director Dodge, seconded by Director Quinonez and, upon vote, unanimously carried, it was

RESOLVED to approve the termination of Master Service Agreement with Environmental Designs, Inc.

Master Service Agreement with CPA Arbour Commons MT, LLC: Mr. Woolard discussed the Master Service Agreement with CPA Arbour Commons MT, LLC and answered questions. Following review and discussion, and upon motion duly made by Director Dodge, seconded by Director Quinonez and, upon vote, unanimously carried, it was

RESOLVED to approve a Master Service Agreement with CPA Arbour Commons MT, LLC.

District Manager's Report: Mr. Kunkel presented the District Manager's report and answered questions.

LEGAL ITEMS

2023 Annual Administrative Matters Resolution: Ms. Early presented the 2023 Annual Administrative Matters Resolution to the Boards and answered questions. Following review and discussion, and upon motion duly made by Director Quinonez, seconded by Director Troxel and, upon vote, unanimously carried, it was

RESOLVED to approve the 2023 Annual Administrative Matters Resolution.

2023 Election Resolution: Ms. Early presented the 2023 Election Resolution to the Boards and answered questions. Following review and discussion, and upon motion duly made by Director Quinonez, seconded by Director Troxel and, upon vote, unanimously carried, it was

RESOLVED to approve the 2023 Election Resolution.

2023 Meeting Resolution: Ms. Early presented the 2023 Meeting Resolution to the Board and answered questions. Following review and discussion, and upon motion duly made by Director Dodge, seconded by Director Quinonez and, upon vote, unanimously carried, it was

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RESOLVED to approve the 2023 Meeting Resolution.

OTHER MATTERS There were no Other Matters to bring before the Board.

ADJOURNMENT There being no further business to come before the Boards, the meeting was adjourned at 12:22 p.m.

Respectfully submitted,

Kieyesia Conaway
Kieyesia Conaway, Secretary for the Meeting