

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CITY CENTER WEST COMMERCIAL METROPOLITAN DISTRICT HELD JUNE 6, 2022

A Regular Meeting of the Board of Directors of the City Center West Commercial Metropolitan District (referred to hereafter as “Board”) was convened on Monday, the 6th day of June, 2022, at 1:00 p.m. This District Board meeting was held via conference call. The meeting was open to the public via conference call.

ATTENDANCE

Directors in Attendance Were:

Otis C. Moore, III
Andrew R. Klein
Patrick Schmitz
Kevin Smith

Following discussion, upon motion duly made by Director Moore and seconded by Director Smith, and upon vote, unanimously carried, the absence of Director Schroeder was excused.

Also In Attendance Were:

Ann E. Finn and James Ruthven; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Matthew Miller; McMahan and Associates, L.L.C.

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. Attorney Becher 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 Becher noted that all Directors’ Disclosure Statements had been filed. No additional conflicts were disclosed at the meeting.

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ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Moore seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved.

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. This District Board meeting was held by conference call and the public was encouraged to participate via conference call.

Ms. Finn noted that notice of the time, date and manner was duly posted and that they have not received any objections to the manner or any requests that the meeting manner be changed by taxpaying electors within the District's boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Phifer, seconded by Director Gilmore, 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 at least 24 hours prior to each meeting on the District's website at: <https://citycenterwestcommercialmd.colorado.gov/> or if posting on the website is unavailable, notice will be posted at the following physical location within the District's boundaries on the traffic signal pole at the northwest corner 69TH Avenue and 10th Street.

Consent Agenda: The Board considered the following actions:

- Approve Minutes from the November 22, 2021 Special Meeting.
- Ratify approval of Service Agreement with All Terrain Ponds and Sprinklers, LLC d/b/a All Terrain Landscaping for landscape maintenance services.

Following discussion and review, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

May 3, 2022 Election: Ms. Finn advised the Board that the May 3, 2022 election was cancelled by the Designated Election Official, as allowed under Colorado law, because there were not more candidates than positions available on the Board of Directors. It was noted that Directors Schmitz and Smith were each elected by acclamation to respective 3-year terms ending in May, 2025.

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Appointment of Officers: The Board entered into discussion regarding appointment of officers.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the following slate of officers were appointed:

President	Otis C. Moore, III
Treasurer	Andrew R. Klein
Secretary	Ann E. Finn
Assistant Secretary	Michael J. Schroeder
Assistant Secretary	Patrick Schmitz
Assistant Secretary	Kevin Smith

2022 SDA Conference: Ms. Finn discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

**PUBLIC
COMMENTS**

There were no public comments.

**FINANCIAL
MATTERS**

Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Nov. 12, 2021	Period Ending Dec. 10, 2021	Period Ending Jan. 18, 2022	Period Ending Feb. 10, 2022
General	\$ 9,721.55	\$ 11,007.07	\$ 6,402.42	\$ 5,601.39
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ 225.00	\$ -0-	\$ -0-
Total	\$ 9,721.55	\$ 11,232.07	\$ 6,402.42	\$ 5,601.39

Fund	Special Check Feb. 16, 2022	Period Ending March 08, 2022	Period Ending April 08, 2022	Period Ending May 11, 2022
General	\$ 300.00	\$ 6,244.47	\$ 3,802.25	\$ 6,044.11
Debt	\$ -0-	\$ -0-	\$ -0-	\$ 7,000.00
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 300.00	\$ 6,244.47	\$ 3,802.25	\$ 13,044.11

Fund	Special Check May 2022
General	\$ 2,245.63
Debt	\$ -0-
Capital	\$ -0-
Total	\$ 2,245.63

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Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board ratified approval of the payment of the claims.

Unaudited Financial Statements and Schedule of Cash Position: Mr. Ruthven reviewed with the Board the unaudited financial statements, dated March 31, 2022, and the schedule of cash position, dated March 31, 2022.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the unaudited financial statements, dated March 31, 2022, and the schedule of cash position, dated March 31, 2022.

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. No public comments were received, and the public hearing was closed.

Following review and discussion, Director Moore moved to adopt the Resolution to Amend 2021 Budget, Director Schmitz seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-06-01 to Amend the 2021 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2021 Audit: Mr. Matthew Miller reviewed the draft 2021 Audit with the Board.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Smith, and upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter by the Auditor.

Bill.com: The Board discussed a new procedure to process the claims payments.

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Following discussion, upon motion duly made by Director Moore and seconded by Director Smith and, upon vote, unanimously carried, the Board authorized processing the claims payments using Bill.com.

LEGAL MATTERS

Potential Inclusions and Exclusions of Property: Attorney Becher discussed with the Board potential inclusions/exclusions of property into/from the boundaries of the District. Director Moore noted he will follow up on the timing for the inclusion/exclusion of property.

CAPITAL MATTERS

Status of Construction: There was no update given.

OPERATIONS

There were no operations matters.

OTHER BUSINESS

There was no other business for the Board's consideration.

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting