

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CITY CENTER WEST COMMERCIAL METROPOLITAN DISTRICT HELD NOVEMBER 7, 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 7th day of November, 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
Michael J. Schroeder
Paige Langley

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

Also In Attendance Were:

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

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

Mike Sandene; Board Candidate

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.

ADMINISTRATIVE MATTERS

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

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Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board approved the Agenda, as amended.

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 no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

Resignation of Director: The Board acknowledged the resignation of Director Kevin Smith effective as of August 13, 2022.

Appointment of Director: The Board discussed the vacancies on the Board.

It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication. As such, eligible elector Mike Sandene was nominated to serve on the Board.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board appointed Mike Sandene to fill the vacancy on the Board. The Oath of Office was administered.

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

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

President	Otis C. Moore
Treasurer	Andrew R. Klein
Secretary	Ann E. Finn
Assistant Secretary	Michael J. Schroeder
Assistant Secretary	Paige Langley
Assistant Secretary	Mike Sandene

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Consent Agenda: The Board considered the following actions:

- Approve Minutes from the August 9, 2022 Regular Meeting.
- Ratify approval of proposal from All Terrain Ponds and Sprinklers, LLC d/b/a All Terrain Landscaping for the removal of 6 dead 2-inch caliber trees.
- Ratify approval of proposal from All Terrain Ponds and Sprinklers, LLC d/b/a All Terrain Landscaping for the removal and replacement of a 2” caliber tree.
- Ratify approval of Change Order No. 1 to the Service Agreement between the District and All Terrain Ponds and Sprinklers, LLC d/b/a All Terrain Landscaping for snow removal services.

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

Resolution No. 2022-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 24-Hour Notices: Ms. Finn discussed with the Board Resolution No. 2022-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 24-Hour Notices.

The Board determined to meet at 1:00 p.m. on June 5, 2023, and November 6, 2023 via video/conference call.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for 24-Hour Notices.

§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2023: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board determined to post the required transparency notice information on the Special District Association’s website and the District website.

**PUBLIC
COMMENTS**

There were no public comments.

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FINANCIAL MATTERS

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

Fund	Period Ending August 31, 2022	Period Ending Sept. 30, 2022	Period Ending October 31, 2022
General	\$ 19,665.34	\$ 25,043.63	\$ 11,503.80
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-
Total	\$ 19,665.34	\$ 25,043.63	\$ 11,503.80

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

Unaudited Financial Statements and Schedule of Cash Position: The Board reviewed the unaudited financial statements, dated September 30, 2022, and the schedule of cash position, dated September 30, 2022.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board accepted the unaudited financial statements dated September 30, 2022, and the schedule of cash position dated September 30, 2022.

2022 Audit: The Board reviewed an Engagement Letter from McMahan and Associates, L.L.C. to perform the 2022 Audit.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board approved the Engagement Letter with McMahan and Associates, L.L.C. to perform the 2022 Audit, for an amount not to exceed \$7,600.

2022 Budget Amendment Hearing: The President opened the public hearing to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider amendment 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.

Following review, Director Moore moved to adopt the Resolution to Amend 2022 Budget, Director Schroeder seconded the motion and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2022

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Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2023 Budget Hearing: The President opened the public hearing to consider the approval of the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 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 or at this public hearing.

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

Mr. Ruthven reviewed the estimated year-end 2022 revenues and expenditures and the proposed 2023 estimated revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2022-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2022-11-04 to Set Mill Levies (for the General Fund at 10.000 mills, the Debt Service Fund at 50.000 mills and Other Funds at 0.000 mills, for a total of 60.000 mills). Upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. Ms. Finn was authorized to transmit the Certification of Mill Levies to the Division of Local Government not later than December 15, 2022. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

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 Moore, seconded by Director Schroeder 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.

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2024 Budget Preparation: The Board discussed the preparation of the 2024 Budget.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

LEGAL MATTERS

Election Resolution: The Board discussed Resolution No. 2022-11-05; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the Designated Election Official (the “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 Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-05; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the DEO and authorizing 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.

Third Amendment to Operation Funding Agreement by and between City Center West Commercial Metropolitan District and City Center West, LP: The Board reviewed a Third Amendment to Operation Funding Agreement by and between City Center West Commercial Metropolitan District and City Center West, LP.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board approved the Third Amendment to Operation Funding Agreement by and between City Center West Commercial Metropolitan District and City Center West, LP.

CAPITAL MATTERS

Status of Construction: Director Moore reported to the Board that a hotel is currently under construction within the District.

OPERATIONS

2023 Landscape Maintenance Services: The Board entered into discussion regarding the 2023 landscape maintenance services for the District.

Following discussion, upon motion duly made by Director Moore, seconded by Director Schroeder and, upon vote, unanimously carried, the Board authorized Ms. Finn to work with Director Sandene to select a landscape contractor. The Board further authorized Attorney Becher to prepare the Service Agreement.

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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 Schroeder and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 

Secretary for the Meeting