

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
OLD RANCH METROPOLITAN DISTRICT, UPPER COTTONWOOD
CREEK METROPOLITAN DISTRICT, AND UPPER COTTONWOOD
CREEK METROPOLITAN DISTRICT NOS. 2-5
(THE "DISTRICT")
HELD
NOVEMBER 17, 2020

A special meeting of the Board of Directors of the Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District, and Upper Cottonwood Creek Metropolitan District Nos. 2-5 (referred to hereafter as the "Board") was convened on Tuesday, November 17, 2020, at 10:00 a.m. 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, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Old Ranch & Upper Cottonwood Creek MD Directors In Attendance Were:

Tim Seibert, President
David Jenkins, Vice President
Delroy Johnson, Vice President
Bobby Ingels, Vice President
Chris Jenkins, Treasurer Secretary

Upper Cottonwood Creek MD Nos. 2-5 Directors in Attendance Were:

Tim Seibert, President
David Jenkins, Vice President
Delroy Johnson, Vice President
Bobby Ingels, Vice President

Also, In Attendance Were:

Russell W. Dylstra.; Spencer Fane, LLP.
Josh Miller, Chelsea Gondeck, & Seef LeRoux; CliftonLarsonAllen LLP
Robert Huls & Tye Tutt, Nor' Wood Development Group

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda: Director Seibert called the meeting to order at 10:01 a.m.

Following discussion, upon a motion duly made by Director David Jenkins, seconded by Director Chris Jenkins and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Declaration of Quorum/Director Qualifications/Disclosure Items: Mr. Dykstra discussed the state law requirements for disclosure of potential conflicts

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of interest with the directors, noting that completed disclosure statements had been filed for each of the Directors with the Secretary of State at least three days prior to the meeting. In addition, Mr. Dykstra noted that each director is to verbally reveal his/her potential conflicts of interest to the Board prior to beginning the discussion in which a conflict may arise.

Community Comments: None.

Minutes from the Jay 27, 2020 Special Board Meeting: Following discussion, upon a motion duly made by Director Johnson, seconded by Director Chris Jenkins and, upon vote, unanimously carried, the Board approved the meeting minutes.

District Insurance, Review Renewal Schedule & Authorize Renewal of District Insurance & SDA Membership for 2021: Following discussion, upon a motion duly made by Director Chris Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the renewals.

FINANCIAL MATTERS

Unaudited Financial Statements as of September 30, 2020: Mr. LeRoux reviewed the financial statements. Following discussion, upon a motion duly made by Director Chris Jenkins, seconded by Director David Jenkins and, upon vote, unanimously carried, the Board approved the financial statements.

Consider Appointing CliftonLarsonAllen LLP to Prepare and File 2020 Audit Exemption Applications for Upper Cottonwood Creek Metropolitan District, and Upper Cottonwood Creek Metropolitan District Nos. 3 through 5: Following discussion, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the appointment.

2020 Audit Engagement Letters for Old Ranch Metropolitan District and Upper Cottonwood Creek Metropolitan District Nos. 2 & 3 with BiggsKofford: Following discussion, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the audit engagement letters.

Engineers' Certification and Public Improvements: Upon a motion duly made by Director Seibert, seconded by Director Ingels and, upon vote, unanimously carried, the Board approved the acceptance of the Engineer's Certification and Public Improvements.

Conduct Public Hearing to Consider Amending 2020 Budget; Consider Adopting Resolution Amending 2020 Budget, if necessary: The amendment was not needed.

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Conduct Public Hearing to Consider Adoption of 2021 Budget, Appropriate Expenditures, and Certify Mill Levy; Consider Adoption of Resolution to Adopt 2021 Budget, Appropriate Expenditures and Certify Mill Levy:

Upon a motion duly made by Director Ingels, seconded by Director Seibert and, upon vote, unanimously carried, the Board opened the hearing at 10:12 a.m. There were no public comments. Upon a motion duly made by Director Ingels, seconded by Director Seibert and, upon vote, unanimously carried, the Board closed the hearing at 10:13 a.m. Following discussion, upon a motion duly made by Director David Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the Resolution to Adopt the 2021 Budget, Appropriate Expenditures and Certify the Mill Levy.

LEGAL MATTERS

Resolution Providing for Directors Exclusion from Workers Compensation Coverage: Upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the resolution.

MANAGER MATTERS

CDOT Land Acquisition: Following discussion, upon a motion duly made by Director David Jenkins, seconded by Director Chris Jenkins and, upon vote, unanimously carried, the Board approved the CDOT land acquisition.

Proposals for Landscaping and Snow Removal Services: Following discussion, upon a motion duly made by Director David Jenkins, seconded by Director Chris Jenkins and, upon vote, unanimously carried, the Board approved the proposal with Timberline Landscaping.

Review and Consider Resolution Concerning Annual Administrative Matters: Following discussion, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the resolution as amended.

OTHER BUSINESS

Confirm Quorum for the Next Regular Meeting: Mr. Miller noted that District Management would reach out to confirm quorum as necessary.

ADJOURNMENT

Following discussion, upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Board adjourned the meeting at 10:41 a.m.

Respectfully submitted,

By  _____
Secretary for the Meeting