

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

THE BRANDS METROPOLITAN DISTRICT NOS. 1-4

Held: Thursday, November 17, 2020 at 2:00 p.m.

*Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.*

Attendance

The joint special meeting of the Boards of Directors of The Brands Metropolitan District Nos. 1-4 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Martin Lind  
Justin Donahoo  
Austin Lind  
Garrett Scallon

Director Marissa Donahoo was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were William P. Ankele, Jr., Esq., Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Gary Kerr and Lara Wynn, District Manager, Water Valley Land Company.

Call to Order/Declaration  
of Quorum

It was noted that a quorum of the Boards was present and the meeting was called to order.

Conflict of Interest  
Disclosures

Mr. Ankele advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary

of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Ankele inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

#### Approval of Agenda

Mr. Ankele presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

#### Consider Election of Officers

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Martin Lind as President, Director Justin Donahoo as Treasurer/Secretary, Director Austin Lind as Assistant Secretary, Director Marissa Donahoo as Assistant Secretary and Director Garrett Scallon as Assistant Secretary.

#### Consider Approval of Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings

Mr. Ankele presented the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings to the Boards. Upon a motion duly made, seconded and unanimously carried, the Boards adopted the Resolution.

#### Public Comment

None.

#### Consent Agenda

Mr. Ankele provided the items on the consent agenda to the Boards. Mr. Ankele advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded and unanimously carried, the Boards approved, ratified and adopted the following items:

- Minutes for November 7, 2019 Special meeting
- 2021 Annual Administrative Resolution
- 2019 Consolidated Annual Report
- Acceptance of 2019 Audit Exemption Application Resolution Establishing Electronic Signature Policy

#### Insurance Matters

##### Consider Approval of Property and Liability

Mr. Ankele discussed the Property and Liability Insurance Renewal process. Ms. Wynn indicated that the final renewals have not been

Insurance Renewals

received yet from the insurance pool. The Boards discussed anticipated Property and Liability Schedule and Limits. Upon a motion duly made, seconded and unanimously carried, the Board approved the Property and Liability Renewals, subject to receipt from the insurance pool and review by the District Manager.

Legal Matters

Consider Approval  
Agreement to Act as  
Receiving Agent for PIF  
Collection with  
CliftonLarsonAllen

Mr. Ankele presented the Agreement to Act as Receiving Agent for PIF Collection with CliftonLarsonAllen to the Boards. Following discussion, upon a motion duly made, seconded and unanimously carried, the Boards approved the agreement, subject to final comments from CliftonLarsonAllen.

Discussion Regarding  
Website Options with SIPA  
and Heatherly Creative,  
LLC

Mr. White discussed Website Options with SIPA and Heatherly Creative, LLC with the Boards. Following discussion, the Boards determined to take the matter under advisement and will consider website options at a later date.

Financial Matters

Consider Approval of  
Payables/Financials

None.

Conduct Public Hearings  
on 2020 Budget  
Amendments

Director Lind opened the public hearing on the proposed 2021 Budget Amendments for District Nos. 1 & 2. Mr. Ankele noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of  
Resolutions Amending  
2020 Budgets

Mr. Kerr reviewed the proposed 2020 budget amendment for District No. 1 with the Board. Following discussion, upon a motion duly made and seconded, the Board the Resolution Amending the 2020 Budget.

Mr. Kerr reviewed the proposed 2020 budget amendment for District No. 2 with the Board. Following discussion, upon a motion duly made and seconded, the Board the Resolution Amending the 2020 Budget.

Public Hearing on 2021  
Budgets

Director Lind opened the public hearing on the proposed 2021 Budgets for District Nos. 1-4. Mr. Ankele noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.



Consider Adoption of  
Resolutions Approving  
2021 Budgets

Mr. Kerr reviewed the 2021 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the Resolution Adopting the 2021 Budget, appropriating funds therefor and certifying 39.000 mills for the General Fund, 39.000 mills for the Debt Service Fund, 0.000 for the Contractual Obligation Expenses Fund and 0.000 mills for the Capital Projects Fund.

Mr. Kerr reviewed the 2021 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the Resolution Adopting the 2021 Budget, appropriating funds therefor and certifying 39.000 mills for the General Fund, 0.000 mills for the Debt Service Fund, 0.000 mills for the Contractual Obligation Expenses Fund and 0.000 mills for the Capital Projects Fund.

Mr. Kerr reviewed the 2021 Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the Resolution Adopting the 2021 Budget, appropriating funds therefor and certifying 39.000 mills for the General Fund, 0.000 mills for the Debt Service Fund, 0.000 mills for the Contractual Obligation Expenses Fund and 0.000 mills for the Capital Projects Fund.

Mr. Kerr reviewed the 2021 Budget Resolution with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously adopted the Resolution Adopting the 2021 Budget, appropriating funds therefor and certifying 39.000 mills for the General Fund, 0.000 mills for the Debt Service Fund, 0.000 mills for the Contractual Obligation Expenses Fund and 0.000 mills for the Capital Projects Fund.

Other Business

Next Meeting – Thursday, January 14, 2021.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



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Secretary for the Meeting

The foregoing minutes were approved on the 14<sup>th</sup> day of January, 2021.