

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF JONES METROPOLITAN DISTRICT NO. 2

A special meeting of the Board of Directors of the Jones Metropolitan District No. 2 (the “District”) was held on October 28, 2021 at 11:00 a.m. This District Board meeting was held via Microsoft Teams videoconference and teleconference. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Dan Metzger (President)
Jason Mitchell (Treasurer)
Garrett Honeyman (Assistant Secretary)
Andrea Ferber (Assistant Secretary)

Absent and excused was Director Priestley.

Also in attendance were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.
Denise Denslow, Zachary Leavitt and Cindy Jenkins; CliftonLarsonAllen LLP (“CLA”)
Brandon Collins; Independent District Engineering Services, LLC (“IDES”)

ADMINISTRATIVE MATTERS

Quorum and Potential Conflicts of Interest: Ms. Denslow confirmed quorum and called the meeting to order at 11:36 a.m. The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Meintzer requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Meintzer noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with statute.

Agenda, Meeting Location and Posting of Meeting Notices: 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 meetings. Following discussion, and upon motion duly made by Director Ferber, seconded by Director Honeyman and, upon vote, unanimously carried, the Board determined to hold this District Board meeting via videoconference and teleconference. The Board noted that notice of this meeting and the videoconference and teleconference meeting information was duly posted, and the Board had not received any objections to the videoconference and teleconference meeting or any requests that the meeting be changed by taxpaying electors within the District’s boundaries.

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Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Metzger and, upon vote, unanimously carried, the Board approved the Agenda, and acknowledged the posting of the meeting Notice, and excused the absence of Director Priestley.

Minutes of the November 24, 2020 Special Meeting and August 26, 2021 Special Meeting: Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Metzger and, upon vote, unanimously carried, the Board approved the November 24, 2020 special meeting minutes and the August 26, 2021 special meeting minutes.

Resolution No. 2021-10-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board set their regular Board meetings for 2022 as the fourth Thursday of every month at 11:00 a.m. to be held virtually, and adopted Resolution No. 2021-10-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

2022 Insurance Renewal: Ms. Denslow discussed the 2022 insurance renewals and membership in the Special District Association with the Board. Following discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board acknowledged the renewals and authorized CLA to perform actions necessary to effectuate the renewals.

FINANCIAL MATTERS

Public Hearing on Amendment to 2021 Budget: Director Metzger opened the public hearing to consider an amendment to the 2021 Budget.

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

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

It was determined that no amendment to the 2021 Budget was necessary.

Public Hearing on 2022 Budget; Resolution No. 2021-10-02 to Adopt the 2022 Budget and Appropriate Sums of Money; Resolution No. 2022-10-03 to Set Mill Levy: Director Metzger opened the public hearing to consider the proposed 2022 Budget.

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It was noted that Notice stating that the Board would consider adoption of the 2022 Budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

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

Mr. Leavitt reviewed the draft 2022 Budget with the Board. Following discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-10-02 adopting the 2022 Budget and appropriating funds, and adopted Resolution No. 2021-10-03 setting the mill levy, subject to revisions discussed.

DLG-70 Certification of Tax Levies Form: Ms. Denslow briefed the Board. Following discussion, upon a motion duly made by Director Mitchell, seconded by Director Ferber and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 form for certification to the Board of County Commissioners and other interested parties.

Application for Exemption from Audit for 2021: Following discussion, upon a motion duly made by Director Ferber, seconded by Director Honeyman and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the Application for Exemption from Audit for 2021.

Preparation of 2023 Budget: discussion, upon motion duly made by Director Mitchell, seconded by Director Ferber, and upon vote unanimously carried, the Board approved the appointment of the District Accountant to prepare the District's 2023 Budget.

CAPITAL PROJECTS MATTERS

Cost Certification Report Nos. 1-15, Authored by Independent District Engineering Services, LLC ("IDES"): Upon a motion duly made by Director Ferber, seconded by Director Metzger and, upon vote, unanimously carried, the Board acknowledged the Cost Certification Report Nos. 1-15, authored by IDES and as approved by the Jones District Community Authority Board (the "CAB").

Requisition Nos. 1-16 for Payment of Certified Costs from the Project Fund of the CAB's Special Revenue Convertible Capital Appreciation Bonds, Series 2020A: Upon a motion duly made by Director Ferber, seconded by Director Metzger and, upon vote, unanimously carried, the Board acknowledged the Requisition Nos. 1-16 for payment of certified costs from the Project Fund of the CAB's Special Revenue Convertible Capital Appreciation Bonds, Series 2020A, as approved by the CAB.

LEGAL MATTERS

Road A and Road B Funding and Reimbursement Agreement by and Among the District, The Jones District, L.L.C., and East Panorama Associates, LLC: Attorney Meintzer briefed the Board. Following discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote,

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unanimously carried, the Board acknowledged the requirements of Jones Metropolitan District No. 1 under the Road A and Road B Funding and Reimbursement Agreement to provide notice to The Jones District, L.L.C and East Panorama Associates, LLC regarding the City's initial acceptance of Road A and Road B.

May 3, 2022 Regular Director Election: Attorney Meintzer discussed the new election requirements with the Board.

- **Resolution No. 2021-10-04 Calling May 3, 2022 Regular Directors' Election:** Following discussion, upon a motion duly made by Director Ferber, seconded by Director Metzger and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-10-04 Calling May 3, 2022 Regular Directors' Election.
- **Designated Election Official ("DEO") Services and Authorize District President to Obtain Proposals and Select Provider:** Attorney Meintzer discussed DEO services for the May 3, 2022 election. Following discussion, upon a motion duly made by Director Ferber, seconded by Director Metzger and, upon vote, unanimously carried, the Board authorized Catherine Will to be the DEO and authorized the District President to obtain proposals and select a different provider in the event Ms. Will was not available to serve as DEO.

Master Service Agreement with CliftonLarsonAllen LLP for Accounting and Management Services: Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board approved the Master Service Agreement and related Statements of Work with CliftonLarsonAllen LLP for accounting and management services.

Section 32-1-809, C.R.S. Requirements(District Transparency Notice): Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board authorized District Management to prepare and file the 2022 Transparency Notice.

OTHER BUSINESS

Next Meeting Date: The Board determined to cancel the November 25, 2021 meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 11:48 a.m.

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

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Respectfully submitted,

Alexis Aenslow

Secretary for the Meeting