

MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

RM MEAD METROPOLITAN DISTRICT

Held: Tuesday, October 27, 2020, at 10:30 A.M.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Glen Smith
Blake Smith

Also present were: Jennifer Gruber Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and John Simmons, Simmons & Wheeler, P.C.

ADMINISTRATIVE MATTERS

Call to Order and Confirmation of Quorum It was noted that a quorum of the Board was present, and, therefore, the meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications Ms. Tanaka noted that a quorum for the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Tanaka noted that a quorum was present and inquired into whether members of the Board 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda Ms. Tanaka presented the Board with the proposed agenda for the meeting. Upon motion of Mr. G. Smith, seconded by Mr. B. Smith, the Board unanimously approved the agenda as presented.

Excusal of Absence The Board noted the absence of Ms. Ricci. Upon motion of Mr. G. Smith, seconded by Mr. B. Smith, the Board unanimously excused her absence.

PUBLIC COMMENT None.

CONSENT AGENDA The Board was presented with the consent agenda items. Upon motion of Mr. B. Smith, seconded by Mr. G. Smith, the Board unanimously took the following actions:

- a. Approval of Board Meeting Minutes from September 23, 2020 Special Meeting
- b. Adoption of Resolution No. 2020-10-01: 2021 Annual Administration Resolution
- c. Ratification of Payment of Claims as of October 27, 2020 (\$25,594.08)
- d. Approval of Payment of Additional Claims as of October 27, 2020 (\$14,881.54)
- e. Approval of Payment of Additional Claims as of October 27, 2020 (\$0)
- f. Acceptance of Unaudited Financial Statements as of July 31, 2020
- g. Approval of Acceptance of Special Warranty Deed for Tracts A –G, subject to finalization
- h. Approval of Temporary Construction Easement with Forestar (USA) Real Estate Group, Inc., for Construction of Improvements on Tracts A – G, subject to finalization
- i. Ratification of Tri-Party Agreement with Second Royalty LLC and Forestar (USA) Real Estate Group, Inc., for Water Tap Credits
- j. Approval of First Addendum to Independent Contractor Agreement with MMI Water Engineers, LLC

FINANCIAL MATTERS

Public Hearing on 2021 Budget and Consider Adoption of Resolution No. 2020-10-02: Adopting Budget, Imposing Mill Levy and Appropriating Funds Mr. G. Smith opened the public hearing on the 2021 budget. Ms. Tanaka noted that notice of the public hearing was provided in accordance with Colorado law and noted that no objections were received prior to the hearing. Mr. Simmons reviewed the proposed budget with the Board. There being no public comment, the public hearing was closed.

After review and discussion, and upon motion of Mr. G. Smith, seconded by Mr. B. Smith, the Board unanimously approved the budget and adopted Resolution No. 2020-10-02: Adopting Budget, Imposing Mill Levy and Appropriating Funds.

Approval of Engagement Letter for 2020 Audit Services Mr. Simmons noted that, with the issuance of the 2020 Bonds, the District will be required to conduct an audit for 2020.

Upon motion of Mr. G. Smith, seconded by Mr. B. Smith, the Board unanimously approved the engagement of an auditor subject to receipt of proposals and approval by Mr. G. Smith.

Bill.Com for Processing of Payment of Claims Mr. Simmons discussed with the Board the use of bill.com for processing the payment of District payables. The Board determined there is no current need for these services.

LEGAL MATTERS

Update Regarding District Website and Consider Engagement of Heatherly Creative, LLC for Website Design Services Ms. Tanaka noted that SIPA, the state-wide internet portal, is very backed up due to the flood of entities requesting websites. As a result, Ms. Tanaka presented the Board with a proposal from Heatherly Creative, LLC for website design services.

Upon motion of Mr. G. Smith, seconded by Mr. B. Smith, the Board unanimously determined to engage Heatherly Creative, LLC for website design services.

OTHER BUSINESS

Next Meeting Date The next regular meeting is scheduled for July 27, 2021 at 10:30 A.M.

ADJOURNMENT

There being no further business to be conducted, the meeting was adjourned.

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



Secretary for the Meeting