

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

CIELO METROPOLITAN DISTRICT

Held: Friday, November 20, 2020 via teleconference.

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, and the threats posed by COVID-19 coronavirus, the meeting was held via teleconference.

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Chris Osler  
Timothy Westbrook

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

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Matthew Vigil and Carrie Bartow, CliftonLarsonAllen, LLP, District Accountant.

**Call to Order/Declaration of Quorum**

Director Osler noted that a quorum of the Board was present and called the meeting to order.

**Director Conflict of Interest Disclosures**

Ms. Murphy 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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

**Approval of Agenda**

The Board reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

**Consider Election of Officers**

The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board elected Director Osler as President, Director Westbrook as Treasurer and Director Carveth as Secretary.

**Consider Approval of Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically**

Ms. Murphy reviewed the Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically.

**Public Comment**

None.

**Consent Agenda**

Ms. Murphy reviewed the items on the consent agenda with the Board. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, and/or adopted:

- January 30, 2020 Special Minutes
- Claims Listing
- 2019 Annual Report
- Contractor Agreement with Heatherly Creative for Website Design and Maintenance
- Amended and Restated Public Records Request Policy
- Resolution Establishing an Electronic Signature Policy
- 2020 Legislative Update
- Resolution Designating 24-Hour Posting Location
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.
- Resolution Providing for the Defense and Indemnification of Directors and Employees of the District
- Resolution Adopting Personal Data Privacy Policy

**Legal Matters****Consider Adoption of 2020/2021 Annual Administrative Resolution**

Ms. Murphy reviewed the 2020/2021 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Review and Consider Approval of Property and Liability Schedule and Limits Ms. Murphy reviewed the Property and Liability Schedule and Limits with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Property and Liability Schedule and Limits.

Discuss Partial Assignment of Agreement Regarding School Park Facilities Construction, Use, and Maintenance and Clubhouse Funding, Construction, and Operations Agreement The Board engaged in general discussion regarding the Partial Assignment of Agreement Regarding School Park Facilities Construction, Use, and Maintenance and Clubhouse Funding, Construction, and Operations Agreement. The Board directed legal counsel to work with CliftonLarsonAllen on the assignments.

Discuss and Ratify Filing of First Amendment to the Service Plan The Board engaged in general discussion regarding the Filing of the First Amendment to the Service Plan with the Board of County Commissioners. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the filing.

Consider Engagement Letter from North Slope Capital as Municipal Advisor The Board reviewed the engagement letter from North Slope Capital as Municipal Advisor. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of North Slope Capital as Municipal Advisor.

Discuss Operations and Maintenance Plan The Board engagement in general discussion regarding tract turn over process. No action was taken.

Other Financial Matters None.

**Financial Matters**

Review and Consider Approval of Unaudited Financial Statements Mr. Vigil reviewed the unaudited financial statements for the period ending September 30, 2020 with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the unaudited financial statements.

Public Hearing on 2020 Budget Amendment Director Osler opened the public hearing on the 2020 Budget Amendment. Ms. Murphy 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 Resolution Adopting 2020 Budget Amendment Mr. Vigil reviewed the Resolution Amending the 2020 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution amending the capital projects fund to \$25,000.00.

Public Hearing on the  
Proposed 2021 Budget

Director Osler opened the public hearing on the proposed 2021 Budget. Ms. Murphy 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 Resolution  
Adopting 2021 Budget

Mr. Vigil reviewed the 2021 Budget and Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the 2021 Budget Resolution adopting the 2021 Budget, appropriating funds therefor and certifying 66.797 mills for the general fund.

Other Financial Matters

None.

**Other Business**

None.

**Adjourn**

There being no further business to come before the Board, and following discussion and upon 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.

*Reggie Carveth*  
Reggie Carveth (Jan 29, 2021 08:17 MST)

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Secretary for the Meeting

The foregoing minutes were approved on the 27<sup>th</sup> day of January, 2021.









# 2021-01-27 Cielo MD Execution Packet

Final Audit Report

2021-01-29

Created:	2021-01-28
By:	Dana Anderson (danderson@wbapc.com)
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-  Document emailed to Chris Osler (cosler@tollbrothers.com) for signature  
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-  Email viewed by Chris Osler (cosler@tollbrothers.com)  
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