

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

THE PLAZA METROPOLITAN DISTRICT NOS. 1 & 2

Held: Wednesday, April 21, 2021 at 3:00 p.m. via teleconference

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

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Mark Tompkins
Daniel Beer
Lary Herkal
Nichole Ortiz

Also present were: Megan J. Murphy, Esq. and Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Jason Carroll and Nancy Bach, CliftonLarsonAllen, LLP, District Accountant; and Doug Wells, homeowner.

Call to Order

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

Combined Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official actions reflected in these minutes shall be deemed to be the actions of all Districts. Where necessary, actions taken by an individual District will be so reflected in these minutes.

**Conflict of Interest
Disclosures**

Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official

action at the meeting. Ms. Murphy reported that disclosures for those directors with 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. Ms. Murphy noted that a quorum was present and 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. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act. No additional conflicts were disclosed.

Agenda

Director Tompkins presented the Boards with the agenda for consideration. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agenda as amended.

Acknowledge Resignation of Meredith Wright

The Boards discussed and acknowledged the resignation of Meredith Wright.

Consider Appointment of Director; Administer Oaths of Office, Election of Officers

Deferred.

Public Comment

None.

Consent Agenda

The following items on the consent agenda were considered routine or administrative. Following a summary by Ms. Murphy, upon a motion duly made and seconded, the Boards unanimously approved, and/or ratified the following items on the consent agenda:

- a. Minutes from November 18, 2020 Meeting;
- b. Permanent Easement Agreement with City of Lakewood for a portion of Upham Street (District No. 1); and
- c. 2020 Audit Exemption (District No. 2).

Legal Matters

Consider Approval of Voluntary Event Notice (Belmar Property Sale)

The Board discussed the Voluntary Event Notice for Belmar Property Sale. Following discussion, upon a motion duly made and seconded, the Boards approved the Voluntary Event Notice subject to review and approval by bond counsel, legal counsel and Director

Herkal.

Update Regarding Insurance Claim by Ms. Smith (District No. 1)

Ms. Murphy presented the Board of District No. 1 with the update regarding an insurance claim by Ms. Smith. No action was taken.

Consider Approval of Modification of Agreement Among The City Of Lakewood, The Plaza Metropolitan District No. 1, and SOF-X Belmar Holdings, L.P., Relating to On-Street Pay Parking (District No. 1)

Director Herkal presented the Modification of Agreement Among The City Of Lakewood, The Plaza Metropolitan District No. 1, and SOF-X Belmar Holdings, L.P., Relating to On-Street Pay Parking to the Board of District No. 1. Director Herkal requested the Board approve modifications to the Agreement Among The City Of Lakewood, The Plaza Metropolitan District No. 1, and SOF-X Belmar Holdings, L.P., Relating to On-Street Pay Parking (the "IGA") to change the reporting requirements for parking kiosks from an individual to a consolidated basis and change the reporting date to May 31st for reporting year 2021. Director Herkal noted that he has an email from Mr. Hutchinson, the City of Lakewood Director of Public Works, agreeing to these modifications but the City of Lakewood is unwilling to enter into a written mutual agreement to modify the IGA at this time. Ms. Murphy and Ms. Tompkins advised the Board that the IGA requires written mutual agreement to modify and if modifications are made without written mutual agreement and there is a risk the City finds District No. 1 in default of the IGA. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 approved the modifications to the IGA as stated by Director Herkal without a written mutual agreement.

Other Legal Matters

None.

Financial Matters

Acceptance of Unaudited Financials and Claims Payable (District No. 1)

Mr. Carroll presented the Board of District No. 1 with the financial statements dated February 28, 2021. Following discussion, upon motion duly made and seconded, the Board of District No. 1 unanimously accepted the financial statements.

Mr. Carroll presented the Board of District No. 1 with the check list for November 11, 2020 through April 13, 2021 for a total of \$125,880.03. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the claims.

Consider Acceptance of 2020 Audit (District No. 1)

Mr. Carroll presented the 2020 Audit to the Board of District No. 1 for approval. Director Tompkins requested clarification of Note 12. After discussion, upon a motion duly made and seconded, the

Board of District No. 1 approved the audit subject to final review by legal counsel of Note 12.

Other Financial Matters

None.

Management/Facilities Update

Director Herkal presented Management/Facilities update, noting Keesen Landscape Management will be the landscape maintenance company for the Districts.

Districts' Website is Active

Ms. Murphy noted that the Districts' Website is active at <https://theplazamd1and2.com>.

CVRF-SD-291 Remaining Funds

White Bear Ankele Tanaka & Waldron and Director Herkal are working on submitting costs for the remaining funds allocated to District No. 1 from the CVRF-SD-291, COVID-19 Relief Fund.

Other Business

None.

Adjourn

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

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

Daniel C Beer

Daniel C Beer (Aug 30, 2021 08:08 MDT)

Secretary for the Meeting, District Nos. 1 & 2

The foregoing minutes were approved on the 25th day of August, 2021.