

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

THE PLAZA METROPOLITAN DISTRICT NOS. 1-2

Held: Wednesday, August 25, 2021 at 1:00 p.m. at

*This meeting was held via teleconference.*

**Attendance**

The Joint Special meeting of the Boards of Directors of The Plaza Metropolitan District Nos. 1-2 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:

Mark Tompkins  
Daniel Beer

Also present were Kristin Bowers Tompkins, Esq., Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Nancy Bach, CliftonLarsonAllen, LLP, District Accountant; Jack Hechinger, Bridge 33 Services, LLC; and Linda Kaboth and Ben Arbogast.

**Call to Order/Declaration  
of Quorum**

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

**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 the 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 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. Ms. Murphy 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. Director Tompkins noted he is a financial consultant to B33 Services, LLC. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

**Approval of Agenda**

Director Tompkins 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.

**Acknowledge Resignation of Lary Herkal and Nichole Ortiz**

The Boards Acknowledged the Resignations of Lary Herkal and Nichole Ortiz from the Boards of Directors.

**Consider Appointment of Directors; Administer Oaths of Office, Election of Officers**

The Boards Considered the Appointment of Directors to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the appointments of Linda Kaboth and Ben Arborgast to the Boards.

Ms. Kaboth and Mr. Arborgast both were administered the Oath of Office.

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Beer as Vice President/Secretary.

**Public Comment**

None.

**Consent Agenda**

Ms. Murphy provided the items on the consent agenda to the Boards. Ms. Murphy 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 from April 21, 2021 Meeting;
- Approval of Joint Resolution Designating the Location of Meetings of the Boards of Directors; and
- 2020 Annual Report.

**Legal Matters**

**Consider Approval of Joint Resolution Calling May 2022 Election**

Ms. Murphy presented the Joint Resolution Calling the May 2022 Election. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution.

Review Bids and Consider Approval of Management Agreement with B33 SERVICES, LLC for Management Services (District No. 1)

Ms. Tompkins presented the Bids for Management Services and Management Agreement with B33 Services, LLC to the Board of District No. 1. Ms. Tompkins noted the management fee increased from \$125,000 to \$150,000 per year. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the bid and management agreement.

**Financial Matters**

Acceptance of Unaudited Financials and Claims Payable

Ms. Bach presented the Board of District No. 1 with claims in the amount of \$57,866.29. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the claims.

Ms. Bach presented June 30, 2021 Financial Statements and schedule of cash position to the Board of District No. 1. Ms. Bach noted the previous management company has not provided any invoices or costs for 2021. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously accepted the financial statements and schedule of cash position.

Budget Hearing on Wednesday, November 17<sup>th</sup>, 2021 at 3:00 p.m.

The Boards discussed the Budget Hearing scheduled for Wednesday, November 17<sup>th</sup>, 2021 at 3:00 p.m. Following discussion, the Boards determined to schedule the Budget Hearing for the end of October and requested legal counsel coordinate the meeting.

Other Financial Matters

Ms. Bach noted that Director Tompkins is the only signor in Bill.com. The addition of more signors will be addressed at the next meeting.

**Management/Facilities Update**

None.

**Other Business**

Mr. Arbogast noted that B33 Services, LLC found structural flaws above the Staples pad site that are being investigated. Director Tompkins commented that the District owns parking spots in this area of Block 2. Block 2 is a condominium structure and all common elements are owned by the Block 2 condominium association. Mr. Hechinger noted that it appears there were structural repairs in the Block 2 garage that were not disclosed to B33 Services, LLC, and they are still working to obtain the details of the repairs from the previous property owner.

## Adjourn

There being no further business to come before the Boards, following discussion and upon a motion duly made, seconded and unanimously carried, the Boards 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 (Nov 12, 2021 09:17 MST)

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Secretary for the Meeting, District Nos. 1 & 2

The foregoing minutes were approved on the 28<sup>th</sup> day of October, 2021.