

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF  
DIRECTORS OF

SABELL METROPOLITAN DISTRICT

Held: September 8, 2020 at 11:30 a.m. via Teleconference

Due to the 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 threat posed by the COVID-19 coronavirus, this meeting will be held via teleconference.

**Attendance**

The Special Meeting of the Board of Directors of the Sabell Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualification to serve on the Board, were in attendance:

Matthew Gayda Cavanaugh  
Charles R. Hauptman  
Guillaume Pouchot

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Scott Bristol, Stillwater Community Management, District Manager; and Alex Fink, CPA, CliftonLarsonAllen, LLP, District Accountant.

**Call to Order**

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

**Conflict of Interest  
Disclosures**

Ms. Murphy advised the Board 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 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** Ms. Murphy presented the Board with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

**Appointment of Officer(s)** The Board discussed the appointment of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed Guillaume Pouchot as Secretary.

**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 Board unanimously approved the items on the consent agenda:

- Minutes from April 15, 2020 Special Meeting
- 2019 Annual Report

### **Management Updates**

Consider Approval of Independent Contractor Agreement with Stillwater Community Management for Management Services Ms. Murphy presented the Board with the Independent Contractor Agreement with Stillwater Community Management for Management Services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved agreement.

Approval of Heather Sosa Website Contract Ms. Murphy presented the Board with the Heather Sosa Website Contract. Following discussion, upon a motion duly made and seconded, the Board unanimously approved contract.

### **Legal Matters**

Consider Consent to Declaration of Covenants, Conditions, Ms. Murphy presented the Board with the Declaration of Covenants, Conditions, and Restrictions of Sabell. Following discussion, upon a motion duly made and seconded, the Board unanimously consented to the declaration subject to final legal review.

and Restrictions of Sabell

Consider Adoption of Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Public Improvement Acquisition and Reimbursement Agreement with Ridge Road Capital Investments, LLC

Ms. Murphy presented the Board with the Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Ridge Road Capital Investments, LLC. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Discussion Regarding Order and Decree for Sabell Metropolitan District No. 1

Ms. Murphy informed the Board that the Order and Decree organizing Sabell Metropolitan District No. 1 is recorded on title to the property and will continue to appear on title commitment reports unless and until a motion is filed with the District Court for Jefferson County rescinding the Order and Decree. Following discussion, upon a motion duly made and seconded, the Board unanimously requested that White Bear Ankele Tanaka & Waldron to undo the Order and Decree by filing documents with the District Court for Jefferson County.

**Financial Matters**

Consider Approval of Schedule of Cash Position Updated as of August 11, 2020

Mr. Fink presented the Board with the Schedule of Cash Position Updated as of August 11, 2020. No action was taken.

Discuss District Processing of Invoices and Funding Request

Mr. Fink asked if the Board would like to us Bill.com to approve invoices. Following discussion, upon a motion duly made and seconded, the Board approved the use of Bill.com and authorized the entire Board and Mr. Bristol to approve payments through Bill.com.

Other Financial Matters

None.

**Other Business**

Board Meeting &  
Budget Hearing:  
Wednesday, October  
21, 2020

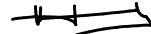
Following discussion, the board confirmed the next meeting and budget hearing will be held on October 21, 2020.

**Adjournment**

There being no further business to come before the Board, upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing minutes were approved by the Board of Directors on the 21st day of October, 2020.

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



Guillaume Pouchot (Oct 23, 2020 13:25 MDT)

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Secretary









# 2020-10-21 Sabell Meeting Signature Packet

Final Audit Report

2020-10-23

Created:	2020-10-22
By:	Maudie Johns (mjohns@wbapc.com)
Status:	Signed
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2020-10-22 - 4:23:34 PM GMT- IP address: 50.209.233.181
-  Document emailed to Matt Cavanaugh (mattc@remingtonhomes.net) for signature  
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-  Email viewed by Matt Cavanaugh (mattc@remingtonhomes.net)  
2020-10-22 - 5:20:04 PM GMT- IP address: 65.157.76.50
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Signature Date: 2020-10-22 - 5:21:04 PM GMT - Time Source: server- IP address: 65.157.76.50
-  Email viewed by Guillaume Pouchot (gp@remingtonhomes.net)  
2020-10-23 - 7:24:03 PM GMT- IP address: 65.157.76.50
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