

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF
DIRECTORS OF

SABELL METROPOLITAN DISTRICT

Held: November 18, 2020 at 10:30 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 was 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. and Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Alex Fink, CPA, CliftonLarsonAllen, LLP, District Accountant; and Scott Bristol, Stillwater Community Management, District Manager.

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.

Public Comment None.

Consider Approval of Minutes from October 21, 2020 Special Meeting Ms. Murphy presented the Board with minutes from October 21, 2020 Special Meeting. Following discussion and upon motion duly made, seconded and unanimously carried, the Board approved the minutes.

Management Updates Mr. Bristol requested a copy of the Amended and Restated Resolution Imposing an Operations Fee, Declaration of Covenants, Conditions and Restrictions of Sabell, and past meeting minutes to post on the District’s website.

Legal Matters

Consider Approval of Amended and Restated Resolution Concerning the Imposition of an Operations Fee Ms. Murphy presented the Board with the Amended and Restated Resolution Concerning the Imposition of an Operations Fee. Following discussion and upon motion duly made, seconded and unanimously carried, the Board approved the resolution.

Financial Matters

Acceptance of Schedule of Cash Position Mr. Fink presented the Board with the schedule of cash position dated September 30, 2020 updated as of November 11, 2020.. Following discussion and upon motion duly made, seconded and unanimously carried, the Board accepted the schedule of cash position.

Other Financial Matters None.

Other Business

Next Board Meeting December 16, 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 16th day of December, 2020.

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



Guillaume Pouchot (Dec 17, 2020 09:34 MST)

Secretary










2020-12-16 Sabell Meeting Signature Packet

Final Audit Report

2020-12-18

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