

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PENRITH PARK METROPOLITAN DISTRICT (the “District”) HELD OCTOBER 20, 2023

A regular meeting of the Board of Directors of the Penrith Park Metropolitan District (the “Board”) was convened on Friday, October 20, 2023, at 10:00 a.m. The meeting was held via Zoom videoconference, and was open to the public.

ATTENDANCE

Directors in Attendance Were:

James E. Marshall
Michael Dunn
John P. Vitella
Christopher Clemens

Also Present Were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.
Eric Weaver and James Shultz; Marchetti & Weaver, LLC
Kurt C. Schlegel; Special District Solutions, Inc.

Director Marshall called the meeting to order.

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest:

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Meintzer that disclosures of potential conflicts of interest were filed with the Secretary of State for directors Marshall, Dunn, and Vitella, and no new conflicts of interest were disclosed at the meeting.

Quorum / Meeting Location and Manner / Posting of Notices / Agenda:

Mr. Schlegel confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the venue for the District’s board meeting. The Board further noted that notice of this meeting venue was duly posted and that no objections or any requests that the meeting venue be changed were received from taxpaying electors within its boundaries.

Mr. Schlegel reported that the Meeting Notice and Agenda was posted to the District’s website at least 24-hours prior to the meeting, and the 2024 Budget Hearing Notice was published in the *Eastern Colorado News*, all in accordance with statute.

Upon a motion duly made by Director Clemens, seconded by Director Marshall and, upon vote unanimously carried, the Board approved the Agenda.

May 2, 2023 Election Results:

Mr. Schlegel advised the board that the Designated Election Official cancelled the May 2, 2023 Directors' Election, as allowed under Colorado law, because there were not more candidates than positions available on the Board. Directors Marshall, Vitella, and Dunn were deemed elected by acclamation, each to respective terms ending in May 2027.

Director Vacancy:

The Board members discussed the resignation of Robert Ingram, effective May 10, 2023. The Board noted that no eligible electors have expressed interest in joining the Board.

Appointment of Officers:

Following discussion, upon motion duly made by Director Clemens, seconded by Director Dunn and, upon vote unanimously carried, the Board appointed the following slate of officers for the District:

James E. Marshall – President of the Board

Michael Dunn – Treasurer

John Vitella – Assistant Secretary

Christopher Clemens – Assistant Secretary

Consent Agenda:

Upon motion duly made by Director Clemens, seconded by Director Marshall and, upon vote, unanimously carried, the Board approved the Consent Agenda items, as follows:

- A. Approve the minutes of the October 28, 2022 Special Meeting.

Resolution No. 2023-10-01, Resolution Establishing Regular Meeting Dates, Times, and Location, and Designating Location for Posting of 24-Hour Notices:

Mr. Schlegel reviewed the proposed Resolution with the Board. The Board determined to hold special meetings as needed in 2024 and scheduled a regular meeting to be held virtually at 10:00 AM on Friday, October 18, 2024. The Board further determined that notices of meetings shall be posted on the District's website or at the intersection of Highway 36 & Penrith Road if the website is unavailable.

Following review and discussion and upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon vote unanimously carried, the Board adopted Resolution No. 2023-10-01, Resolution Establishing Regular Meeting Dates, Times, and Location, and Designating Location for Posting of 24-Hour Notices.

District Insurance and Special District Association (SDA) of Colorado Membership:

The Board discussed renewing the District’s insurance coverage and the District’s SDA membership for 2024. Upon a motion duly made by Director Marshall, seconded by Director Clemens, and upon vote unanimously carried, the Board instructed District Management to increase the crime coverage of the current insurance policy for the District and renew the District’s SDA membership for 2024.

PUBLIC COMMENT

None.

FINANCIAL MATTERS

Claims for Payment:

Mr. Weaver presented payments made since the Board’s last meeting for ratification by the Board. Upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon vote unanimously carried, the Board ratified the payment of claims through October 20, 2023 in the amount of \$24,195.16.

Unaudited Financial Statements:

Mr. Weaver presented the District’s unaudited financial statements for the period ending September 30, 2023.

Following review and discussion and upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2023.

Public Hearing on Amendment to 2023 Budget:

Director Marshall opened the public hearing to consider an amendment to the 2023 Budget.

The Board noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

The Board noted that an amendment to the 2023 Budget was not required.

Public Hearing on 2024 Budget:

Director Marshall opened the public hearing to consider the proposed 2024 Budget and discuss related issues.

The Board noted that publication of Notice stating that the Board would consider adoption of the budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Weaver reviewed with the Board the estimated District revenues and the proposed expenditures for 2024.

Upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon a vote unanimously carried the Board adopted Resolution No. 2023-10-02 to Adopt the 2024 Budget and Appropriate Sums of Money, and Resolution No. 2023-10-03 to Set Mill Levies (13.292 mills in the General Fund, 66.454 in the Debt Service Fund, and 1.330 mills for contractual obligations, for a total mill levy of 81.076 mills).

The Board directed staff to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County no later than subject to receipt of final assessed valuation, and to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2024.

Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan:

Following discussion, upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon a vote unanimously carried the Board adopted Resolution No.2023-10-04 Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

DLG-70 Certification of Tax Levies:

Following discussion, upon motion duly made by Director Clemens, seconded by Director Marshall, and upon vote unanimously carried, the Board directed the District's Accountant to prepare, sign, and file the DLG-70 Certification of Tax Levies with the Board of County Commissioners and other interested parties.

2023 Audit:

Following discussion, and upon a motion duly made by Director Vitella, seconded by Director Dunn, and upon vote unanimously carried, the Board authorized the District Accountant to complete and file an Application for 2023 Audit Exemption.

Preparation of 2025 Budget:

Upon a motion duly made by Director Vitella, seconded by Director Dunn, and upon vote unanimously carried, the Board directed the District Accountant to prepare the 2025 Budget.

LEGAL MATTERS

Fifth Amendment to Operation Funding Agreement between the District and Penrith Park Venture, LLC:

The Board determined that an amendment to the Operation Funding Agreement was not required.

Section 32-1-809, C.R.S. Requirements (Annual Transparency Notice):

Following discussion, and upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon vote unanimously carried, the Board directed management to prepare and file the Annual Transparency Notice for the District and to post the Transparency Notice on the Special District Association website and the District website.

Resolution Amending the District's Colorado Open Records Act (CORA) Policy:

Attorney Meintzer discussed a proposed Resolution amending the District's CORA Policy to address recent changes brought about by the passage of Senate Bill 23-286. Following discussion, and upon a motion duly made by Director Clemens, seconded by Director Marshall, and upon vote unanimously carried, the Board approved and adopted Resolution Amending the District's Colorado Open Records Act Policy.

OTHER BUSINESS:

Maintenance of Open Space Tracts C and D:

Mr. Schlegel stated that he has been in contact with management company for the Penrith Park Homeowners Association, Inc. (HOA), and the HOA has agreed to maintain the tracts for the Community. Director Clemens requested that Mr. Schlegel contact the HOA's management company and inquire about removing the irrigation system from these areas.

Mosquito Mitigation:

Mr. Schlegel discussed mosquito mitigation matters for 2024.

ADJOURNMENT

There being no further business coming before the Board, upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on October 18, 2024.

Kurt Schlegel

Secretary