

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF

ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 1

ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 3

ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 4

HELD

NOVEMBER 08, 2022

The Combined Regular Meeting of the Boards of Directors (collectively, “Boards”) of St. Vrain Lakes Metropolitan District No. 1, St. Vrain Lakes Metropolitan District No. 3, and St. Vrain Lakes Metropolitan District No. 4 (collectively, “Districts”) was held via videoconference on Tuesday, November 08, 2022 at 6:30 p.m. Notice of the Combined Meeting was duly posted.

ATTENDANCE

Directors in Attendance:

Chris Bremner, President

Ashley Tarufelli, Secretary/Treasurer

Lyndsey Paavilainen, Assistant Secretary

Neil Simpson, Assistant Secretary

Also in Attendance:

Peggy Dowswell, Jason Woolard, Kenny Parrish, Jordan Wood, Amanda Castle, Tracie Kaminski, Doug Campbell, Daryl Fields, and Stanley Holder; Pinnacle Consulting Group, Inc.

Eve Velasco, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

Kathy Lind; Carbon Valley Parks and Recreation District

Michelle Busse, and Jessica Adams; District 2 Directors

Eva Poulson; Member of the Public.

CALL TO ORDER

The Regular Combined Meeting of the St. Vrain Lakes Metropolitan District No. 1, St. Vrain Lakes Metropolitan District No. 3 and St. Vrain Lakes Metropolitan District No. 4 was called to order at 6:31 p.m. by Ms. Velasco, noting that a quorum was present. Each of the Directors confirmed their qualifications to serve on the Boards. Ms. Velasco also confirmed that prior to the meeting each of the Directors had been notified of the meeting.

CONFLICTS OF INTEREST DISCLOSURE

Ms. Velasco noted that, pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. Ms. Velasco 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(s) at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board(s). Ms. Velasco inquired into

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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. No additional disclosures were noted. Additionally, the Boards determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Board to act.

APPROVAL OF AGENDA

The Boards considered the approval of the agenda. Following review and further discussion, upon motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended, to add an item to discuss the 2022 Audit and to strike item IV C.

APPROVAL OF MINUTES

The Boards reviewed the minutes of the October 11, 2022 meeting of the Boards of Directors. Following review and discussion, upon motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the minutes of the October 11, 2022 meeting of the Boards of Directors, as presented.

PUBLIC COMMENT

There was no public comment brought before the Boards.

FINANCIAL MATTERS

Ratification of Payment of Claims: Ms. Kaminski reviewed the claims for period ending, October 31, 2022, and answered questions. Upon motion duly made by Director Tarufelli, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to ratify the payment of claims for period ending October 31, 2022.

Unaudited Financial Statements: Ms. Kaminski reviewed with the Boards the unaudited Financial Statements for the period ending September 30, 2022 and answered questions. Upon motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to accept the unaudited Financial Statements for the period ending September 30, 2022, as presented.

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2022 AMENDED BUDGET HEARING

Director Bremner opened the public hearing on the 2022 Amended Budget for St. Vrain Lakes Metropolitan District No. 3 at 6:39 p.m. The notice of the budget hearing had been published on October 28, 2022, in accordance with state budget law. Ms. Kaminski reviewed the amended budget and answered questions.

No written objections were received prior to the meeting. There being no public comment, the hearing was closed at 6:40 p.m. After further review and discussion, upon motion duly made by Director Bremner, seconded by Director Tarufelli, and upon vote, unanimously carried, it was

RESOLVED to adopt the resolution amending the Amended 2022 budget for St. Vrain Lakes Metropolitan District No. 3.

2023 PROPOSED BUDGET HEARING

Director Bremner opened the public hearing on the proposed 2023 Budgets for St. Vrain Lakes Metropolitan District Nos. 1, 3, & 4 at 6:42 p.m. The notice of the budget hearing had been published on October 28, 2022, in accordance with state budget law. Ms. Kaminski reviewed the budgets in detail and answered questions pertaining to the mill levy and estimated revenues and expenditures. The budgets by District and fund expenditures are as follows.

District No. 1
Mill levy is 65
General Fund Expenditures: \$2,078,073.00
Fiduciary Fund Expenditures: \$50,000.00
Capital Fund Expenditures: \$7,380,000.00

District No. 3
Mill levy is 70.337
General Fund Expenditures: \$35,533.00
Debt Service Fund Expenditures: \$146,807.00

District No. 4
Mill levy is 71.467
General Fund Expenditures: \$5,094.00
Debt Service Fund Expenditures: \$16,121.00

No written objections have been received prior to the meeting. There being no public comment, the hearing was closed at 6:43 p.m. After further review and discussion, upon motion duly made by Director Tarufelli, seconded by Director Bremner, and upon vote, unanimously carried, it was

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RESOLVED to adopt the Resolution adopting the 2023 Budgets, appropriating funds therefor and certifying mills for the general funds and mills for the debt service fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation, and approve all other documents related to the 2023 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

2022 AUDIT ENGAGEMENT

Ms. Kaminski presented the 2022 Audit Engagement with WipFli and answered questions. Upon motion duly made and seconded, and upon vote, unanimously carried, it was

RESOLVED to engage WipFli for the 2022 Audit.

MANAGEMENT AND OPERATIONAL MATTERS

District Management Report: Mr. Parrish reviewed the District Management Report and answered questions.

Capital Project Manager's Report: Mr. Holder provided the Boards with the Capital Project Updates and answered questions.

Contract Modifications Report: Mr. Fields reviewed with the Boards the Contract Modification Report. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carries, it was

RESOLVED to approve the Contract Modification Report.

Recreation Center Contract Review and Approval: Mr. Campbell reviewed the Recreation Center Contract with YMCA of Northern Colorado with the Boards and answered questions. Following review and discussion, upon motion duly made by Director Bremner, seconded by Director Tarufelli, and upon vote, unanimously carried, it was

RESOLVED to approve the Recreation Center Contract with YMCA of Northern Colorado, subject to finalization, and to authorize Director Paavilainen to approve the final contract.

Approval of 2023 Independent Contractor Agreements with Operations and Maintenance: Mr. Fields reviewed the 2023 Facilities Operations and Maintenance Independent Contractor Agreements and answered questions. Following review and discussion, upon motion duly made by Director Bremner, seconded by Director Tarufelli, and upon vote, unanimously carried, it was

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RESOLVED to approve the following 2023 Facilities Operations and Maintenance Independent Contractor Agreements:

- a. Affordable Pest Control
- b. American Mechanical Services
- c. CAM Services
- d. Denver Commercial Property Services
- e. Environmental Designs, Inc.
- f. Foothills Landscape Management
- g. Guardian Construction
- h. High Plains Environmental Center
- i. Muttley's Maid
- j. Solitude Lake Management
- k. Star Playgrounds
- l. SWPPP Colorado (Storm Water Pollution Prevention Plan)

Consider Authorization to Execute 2023 Addendums with Approved Operations and Maintenance Service Contractors within the Approved 2023 Budget: Mr. Fields recommended the Boards authorize the District Manager to sign off on work orders within the approved 2023 Budget. Following review and discussion the Boards determined not to make changes to the current approval process.

LEGAL MATTERS

Consider Approval of 2023 Annual Administrative Matters Resolution: Ms. Velasco reviewed the Annual Administrative Matters Resolution, noting the change in Designated Election Official from prior years and the proposed meeting schedule. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Tarufelli, and upon vote, unanimously carried, it was

RESOLVED to adopt the 2023 Annual Administrative Matters Resolution, as amended, to reflect the meeting schedule as the 2nd Tuesday of February, April, July, October, and November at 6:30 PM.

Consider Approval of Resolution Calling 2023 Election: Ms. Velasco reviewed the Resolution Calling 2023 Election with the Boards and answered questions. Following review and discussion, upon motion duly made by Director Bremner, seconded by Director Tarufelli, and upon vote, unanimously carried, it was

RESOLVED to adopt the Resolution calling May 3, 2023 Election, as presented.

Consider Approval of Second Amendment to Contribution Agreement with Barefoot LLC: Ms. Velasco reviewed the Second Amendment to Contribution

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Agreement with Barefoot LLC with the Board for District No. 1 and answered questions. Following review and discussion, upon motion duly made and seconded, and upon vote, unanimously carried, it was

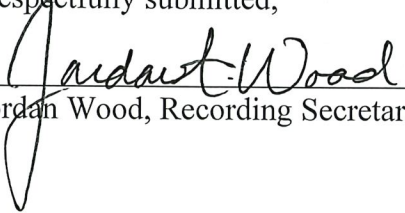
RESOLVED to approve the Second Amendment to Contribution Agreement with Barefoot LLC.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Bremner, seconded by Director Simpson, and upon unanimous vote, the meeting was adjourned at 7:06 p.m.

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

Respectfully submitted,



Jordan Wood, Recording Secretary for the Meeting