

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF 40 NORTH
METROPOLITAN DISTRICT

Held: Monday, October 25, 2021 at 4:00 p.m.

The meeting was held via teleconference.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Michael Markel
Jason Markel
Gail Markel

Also present were: Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and Diane Wheeler, Simmons & Wheeler, P.C., District Accountant.

Call to Order/Declaration of Quorum

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

Conflict of Interest Disclosures

Mr. Dickhoner advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner 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. Mr. Dickhoner 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

Mr. Dickhoner presented the Board with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Mr. Dickhoner advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- a. October 26, 2020 Special Meeting
- b. Renewal of Special District Association of Colorado Membership
- c. Exclusion from Workers’ Compensation
- d. 2020 Annual Report
- e. 2020 Audit Exemption Application

Insurance Matters

Discuss and Review Proposal for General Liability Schedule and Limits and Consider Approval and Authorization to Bind Coverage effective January 1, 2022

The Board reviewed the proposed general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposed general liability schedule and authorized legal counsel or district manager to bind coverage

Approval of 2022 Agency Services Agreement with T. Charles Wilson

The Board reviewed the Agency Services Agreement with T. Charles Wilson. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Legal Matters

Consider Adoption of Resolution Designating the Location of Regular Meetings of the Board of Directors

Mr. Dickhoner presented the Board with the Resolution Designating the Location of Regular Meetings of the Board of Directors for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Adoption of 2022 Annual Administrative Resolution

Mr. Dickhoner presented the Board with the 2022 Annual Administrative Resolution for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Discuss and Consider Adoption of Resolution Calling May 3,

Mr. Dickhoner presented the Resolution Calling Election to the Board for consideration. Following discussion, upon a

2022 Election

motion duly made and seconded, the Board unanimously approved the resolution.

Discuss Method for Distributing Call for Nominations

The Board discussed the various methods for distributing the Call for Nominations. Following discussion, the Board determined to provide notice by posting to the District's website.

Ratification of Declaration of Covenants, Conditions, and Restrictions of 40 North

Mr. Dickhoner presented the Board with the Declaration of Covenants, Conditions, and Restrictions of 40 North for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified approval of the covenants, conditions and restrictions as presented.

Financial Matters

Conduct Public Hearing on 2022 Budget and Consider Adoption of Resolution Approving 2022 Budget

Director M. Markel opened the public hearing on the proposed 2022 Budget. Mr. Dickhoner noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Wheeler reviewed the 2022 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget. The District will not impose a mill levy for collection in 2022.

Other Business

Discuss District Website Requirements

Mr. Dickhoner discussed recent statutory requirements for the creation of a District website. Director Jason Markel will work on setting up a District website.

Adjourn

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

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

Jason Markel

Secretary for the Meeting

The foregoing minutes were approved November 4, 2022.