

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CROWFOOT VALLEY RANCH METROPOLITAN DISTRICT NO. 1 HELD DECEMBER 5, 2022

A Regular Meeting of the Board of Directors (the “Board”) of the Crowfoot Valley Ranch Metropolitan District No. 1 (the “District”) was convened on Monday, the 5th day of December 2022, at 1:00 p.m. via Zoom Meeting. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Chad Murphy
Richard Cross
Ryan D. Marsh
Collier Bailey

Also In Attendance Were:

Ann E. Finn and Larry Loftin; Special District Management Services, Inc. (“SDMS”)

Matthew Ruhland, Esq.; Cockrel Ela Glesne Greher & Ruhland

Paul Wilson; CliftonLarsonAllen LLP

Sean Logue; Board Candidate

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State.

Ms. Finn noted that a quorum was present and requested members of the Board 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 the statute. It was noted that all Directors’ Disclosure Statements have been filed.

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed a proposed Agenda for the District’s Regular Meeting.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Agenda was approved, as presented.

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board noted that the meeting was held via Zoom Meeting.

CONSENT AGENDA

The Board considered ~~The following actions:~~ the following actions:

- ~~Discuss and consider the May 3, 2022 President approval of the minutes of the November 28, 2021 Regular Meeting.~~
- ~~Regular Meeting resignation of Mitchell Peterson from the Board of Directors, effective March, 2022.~~

~~Following review and discussion, upon motion duly made by Director Witkowski, seconded by Director Langley and Director Langhain and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.~~

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

Vacancy on the Board: The Board considered an appointment to fill a vacancy on the Board of Directors.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board appointed Sean Logue to the Board of Directors.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Chad Murphy
Treasurer	Richard Cross
Secretary	Ann E. Finn
Assistant Secretary	Collier Bailey
Assistant Secretary	Sean Logue
Assistant Secretary	Ryan D. Marsh

RECORD OF PROCEEDINGS

Resolution No. 2022-12-01; Resolution Concerning 2023 Annual Administration Matters: Attorney Ruhland reviewed with the Board Resolution No. 2022-12-01; Resolution Concerning 2023 Annual Administrative Matters.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-01; Resolution Concerning 2023 Annual Administrative Matters. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

Authorize Purchase of DocuSign: The Board deferred discussion at this time.

PUBLIC COMMENT

There were no public comments.

FINANCIAL MATTERS

Payment of Claims: The Board then considered approval of the payment of claims for the following periods:

Fund	Period ending Dec. 01, 2021	Period ending Jan. 01, 2022	Period ending Feb. 01, 2022	Period ending March 01, 2022
General	\$ 11,126.42	\$ 4,551.00	\$ 32,935.76	\$ 7,660.69
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 2,622.55	\$ 293,953.99	\$ 6,594.42	\$ 487,043.04
Total	\$ 13,748.97	\$ 298,504.99	\$ 39,530.18	\$ 494,703.73

Fund	Period ending April. 01, 2022 special payment	Period ending April 1, 2022	Period ending May. 01, 2022	Period ending June. 01, 2022 special payment
General	\$ -0-	\$ 11,208.94	\$ 7,137.19	\$ -0-
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 41,250.00	\$ -0-	\$ 116,928.19	\$ 1,650.00
Total	\$ 41,250.00	\$ 11,208.94	\$ 124,065.87	\$ 1,650.00

Period ending June. 01, 2022	Period ending July. 01, 2022	Period ending Aug. 01, 2022	Period ending Sept. 01, 2022
\$ 4,286.63	\$ 7,765.30	\$ 24,761.69	\$ 11,530.56
\$ -0-	\$ -0-	\$ -0-	\$ -0-
\$ -0-	\$ 2,268.94	\$ 76,770.71	\$ -0-
\$ 4,286.63	\$ 10,034.24	\$ 101,532.40	\$ 11,530.56

Period ending Oct. 01, 2022	Period ending Nov. 01, 2022
\$ 12,299.96	\$ 21,610.60
\$ -0-	\$ -0-
\$ -0-	\$ 86,000.88
\$ 12,299.96	\$ 107,611.48

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board approved the payment of claims, as presented.

Unaudited Financials and Cash Position Schedule: There were no unaudited financials or cash position schedule at this time.

2021 Audit: The Board reviewed the 2021 Audit.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board ratified approval the 2021 Audit and execution of Representations Letter.

Public Hearing on Amendment to 2022 Budget: The President opened the public hearing to consider a Resolution to Amend the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the public hearing was published in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, it was noted that a 2022 Budget Amendment was not necessary.

2023 Budget: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was 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 published in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Mr. Wilson reviewed the estimated 2022 revenues and expenditures and proposed 2023 revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2022-12-03 to Adopt the 2023 Budget and Appropriate Sums of Money and Set Mill Levies (for the General Fund at 70.010 mills, Debt Service Funds at 0.000, and Other Funds (Fire Protection) at 0.000 mills, for a total mill levy of 70.010 mills). Upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Resolution was adopted, as discussed, and

RECORD OF PROCEEDINGS

execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022 and verification of Fire Protection mill levy. Ms. Finn was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Douglas County and to the Division of Local Government, not later than December 15, 2022. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolution is attached to these minutes and incorporated herein by this reference.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

2024 Budget Preparation: The Board discussed the preparation of the 2024 Budget.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

2023 Scope of Work between the District and CliftonLarsonAllen LLP: Mr. Wilson reviewed with the Board 2023 Scope of Work between the District and CliftonLarsonAllen LLP.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board approved the 2023 Scope of Work between the District and CliftonLarsonAllen LLP.

LEGAL MATTERS

Resolution Calling the May 2, 2023 Regular Election: Attorney Ruhland discussed with the Board the upcoming election and Resolution No. 2022-12-04 Calling the May 2, 2023 Regular Election.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-04 Calling the May 2, 2023 Regular Election and appointed Micki Mills as the Designated Election Official and authorized her to perform all tasks required for the May 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Resolution No. 2022-12-05 Designating Location to Post Notice: The Board reviewed Resolution No. 2022-12-05 Designating Location to Post Notice.

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-05 Designating Location to Post Notice. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Resolution No. 2022-12-06 Designating Location of Regular and Special Meetings: The Board reviewed Resolution No. 2022-12-06 Designating Location of Regular and Special Meetings.

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-06 Designating Location of Regular and Special Meetings. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Second Amendment To District Facilities Agreement between Crowfoot Metropolitan Districts Nos. 1 and 2: The Board reviewed the Second Amendment To District Facilities Agreement between Crowfoot Metropolitan Districts Nos. 1 and 2.

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board approved the Second Amendment To District Facilities Agreement between Crowfoot Metropolitan Districts Nos. 1 and 2.

Resolution Determining Not to Provide Workers' Compensation Insurance Coverage for Non-compensated Members of the Board of Directors: The Board reviewed the Resolution Determining Not to Provide Workers' Compensation Insurance Coverage for Non-compensated Members of the Board of Directors.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board determined not adopt the Resolution Determining Not to Provide Workers' Compensation Insurance Coverage for Non-compensated Members of the Board of Directors.

CAPITAL IMPROVEMENTS

Resolution Accepting Engineer's Report and Certification No. 3, dated June 17, 2022 and Requesting Requisition of Funds: The Board reviewed Resolution Accepting Engineer's Report and Certification No. 3, dated June 17, 2022 and Requesting Requisition of Funds.

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board adopted the Resolution Accepting Engineer's Report and Certification No. 3, dated June 17, 2022 and Requesting Requisition of Funds.

Canyons F1A – Onsite Project:

Change Order Nos. 1-74: The Board reviewed Change Order Nos. 1-74, totaling \$4,222,394.75.

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board ratified approval of Change Order Nos. 1-74 totaling \$4,222,394.75.

Construction Agreement between the District and Iron Woman Construction and Environmental Services LLC: The Board reviewed the Construction Agreement between the District and Iron Woman Construction and Environmental Services LLC.

Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board ratified approval Construction Agreement between the District and Iron Woman Construction and Environmental Services LLC.

Status of Future Capital Improvement Projects: There was no report at this time.

OPERATIONS AND MAINTENANCE

Pest Control Services: The Board reviewed a proposal for pest control services.

RECORD OF PROCEEDINGS


Following discussion, upon motion duly made by Director Murphy seconded by Director Cross and, upon vote, unanimously carried, the Board approved the proposal with Rid-A-Pest for a not-to-exceed amount of \$1,900.

Operations and Maintenance Services for 2023: The Board discussed the operation and maintenance services for 2023. Following discussion, the Board determined the District may need to provide weed and pest control services in native areas.

OTHER BUSINESS There was no other business to discuss at this time.

ADJORNMENT There being no further business to come before the Board at this time, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 

Secretary for the Meeting