

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
MESA RIDGE METROPOLITAN DISTRICT NOS. 1-2  
(THE "DISTRICTS")  
HELD  
NOVEMBER 14, 2022

A special meeting of the Boards of Directors of the Mesa Ridge Metropolitan District Nos. 1-2 (referred to hereafter collectively as the "Boards") was convened on Monday, November 14, 2022, at 1:00 p.m. the Districts' Board meetings were held at 121 South Tejon Street, Suite 1100, Colorado Springs, CO 80903 and via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

Directors In Attendance Were:

Tim Seibert, President  
David Jenkins, Assistant Secretary  
Delroy Johnson, Assistant Secretary  
Bobby Ingels, Secretary

Director Christopher Jenkins was absent and excused

Also, In Attendance Were:

Russell W. Dykstra.; Spencer Fane, LLP.  
Korben Heim, and Carrie Bartow; CliftonLarsonAllen LLP  
Robert Huls and Kristi Radar; Nor'wood Development Group

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** Director Seibert called the meeting to order at 1:01 p.m.

Following discussion, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

**Disclosures of Potential Conflicts of Interest:** Attorney Dykstra discussed the state law requirements for disclosure of potential conflicts of interest with the Directors, noting that completed disclosure statements have been filed for each of the Directors with the Secretary of State at least three days prior to the meeting. In addition, Attorney Dykstra noted that each Director is to verbally reveal his/her potential conflicts of interest to the Boards prior to beginning the discussion in which a conflict may arise.

**Quorum, Location of Meeting and Posting of Meeting Notices:** A quorum of the Boards was confirmed. The Boards discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards meeting. The Boards noted that notice of this meeting and conference call information

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was duly posted and the Boards had not received any objections to the location or to the video/telephonic format or any requests that the meeting be changed by taxing electors within the Districts' boundaries.

**Public Comment:** None

**Minutes from the December 8, 2021 Special Board Meeting:** Following discussion, upon a motion duly made by Director Johnson, seconded by Director Ingels and, upon vote, unanimously carried, the Boards approved the December 8, 2021 special Board meeting minutes.

**May 3, 2022 Regular Directors Election:** Attorney Dykstra reviewed the results of the May 3, 2022 Regular Director Election with the Boards. No action was taken.

**Filing of Oaths of Directors:** Attorney Dykstra confirmed with the Boards that the Oaths of Directors were filed. No action was taken.

**Appointment of Officers:** Attorney Dykstra reviewed the need to appoint Officers of the Boards. Following discussion, the Boards appointed the following slate of Officers:

President: Timothy Seibert  
Secretary: Delroy Johnson  
Treasurer: David Jenkins  
Assistant Secretary: Bobby Ingels  
Assistant Secretary: Christopher Jenkins

**Resolution Regarding 2023 Annual Administrative Matters:** Attorney Dykstra reviewed 2023 Annual Administrative Matters with the Boards. Following review, upon a motion duly made by Director Ingels, seconded by director Johnson and, upon vote, unanimously carried, the Boards adopted the Resolution Regarding 2023 Annual Administrative Matters.

**2023 Insurance Renewal. Documents Needed to Obtain or Maintain Insurance Coverage Through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management and Authorize Membership in the Special District Association:** Following discussion, upon a motion duly made by Director Johnson, seconded by Director Ingels and, upon vote, unanimously carried, the Boards approved the 2023 insurance renewal authorized membership in the Special District Association.

**Other:** None.

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### FINANCIAL MATTERS

**Unaudited Financial Statements as of September 30, 2022:** Ms. Bartow reviewed the Unaudited Financial Statements as of September 30, 2022 with the Boards. Following discussion, upon a motion duly made by Director Johnson, seconded by Director Ingels and, upon vote, unanimously carried, the Board accepted the September 30, 2022 Unaudited Financial Statements.

**Previous and Current Claims:** Ms. Bartow reviewed the previous and current claims with the Boards. Following discussion, upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Boards ratified approval of the previous claims and approved the current claims.

**2021 Audits:** Ms. Bartow reviewed the 2021 Audits with the Boards. Following discussion, upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Boards approved the 2021 Audits.

**Public Hearing to Consider Amendment of the 2022 Budgets. Resolutions to Amend the 2022 Budgets:** Amendments to the 2022 Budgets were not necessary.

**Public Hearing on Proposed 2023 Budgets and Resolution to adopt the 2023 Budget and Appropriate Sums of Money and Certification of the Tax Levies:** The Boards opened the public hearing.

It was noted that publication of Notice stating that the Board would consider adoption 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 Boards closed the public hearing.

Ms. Bartow reviewed the 2023 Budgets with the Boards. Upon motion duly made by Director Johnson, seconded by Director Ingels and, upon vote, unanimously carried, the Boards approved the 2023 Budgets, and adopted the Resolutions to Adopt the 2023 Budgets, Appropriate Sums of Money and authorized the certification of the tax levies.

**Board Member to Sign the DLG-70 Certification of Tax Levies:** Following discussion, upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Boards appointed any member of the Boards to sign the DLG-70 Certification of Tax Levies.

**Engagement Letter with BiggsKofford to Prepare 2022 Audit:** Following discussion, upon a motion duly made by Director Ingels, seconded by Director

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Johnson and, upon vote, unanimously carried, the Boards engaged BiggsKofford to prepare 2022 Audit for District No. 2 and authorized the District Accountant to prepare and submit 2022 Audit exemption application for District No. 1.

**Other:** None.

LEGAL MATTERS

**Resolution Calling for Regular Election for Directors on May 2, 2023, Appointing the DEO and DEO to Perform all Tasks Required for the Conduct of a Mail Ballot Election:** Attorney Dykstra reviewed the Resolution Calling May 2, 2023 Election for Directors with the Boards. Following review, upon a motion duly made by Director Johnson, seconded by Director Ingels and, upon vote, unanimously carried, the Boards adopted the Resolution Calling a Regular Election for Directors on May 2, 2023, appointed Laura Heinrich as Designated Election Official (“DEO”) and authorized the DEO to perform all tasks required for the conduct of mail ballot election.

**Developer/Builder Disclosure Requirements:** Attorney Dykstra reviewed the status of Developer/Builder disclosure requirements with the Boards. No action was taken.

**Other:** Attorney Dykstra stated a meeting for District No. 2 will need to be held before the end of the year to consider a petition of exclusion

MANAGER MATTERS

**CliftonLarsonAllen LLP Statement(s) of Work for 2023:** Following review, upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Boards approved the 2023 Statements of Work for CliftonLarsonAllen LLP.

**Other:** None.

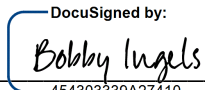
OTHER BUSINESS

**Other:** None.

ADJOURNMENT

There being no further business to come before the Board at this time Director Seibert adjourned the meeting at 1:13 p.m.

Respectfully submitted,

By  \_\_\_\_\_  
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Secretary for the Meeting