

MINUTES OF THE ORGANIZATIONAL MEETING OF
THE BOARD OF DIRECTORS OF

34 9.5 METROPOLITAN DISTRICT

Held: Monday, February 8, 2021, at 1:00 p.m. via
teleconference.

Due to the Executive Orders issued by Governor Polis and
Public Health Orders implementing the Executive Orders
issued by the Colorado Department of Health and
Environment, and the threat posed by the COVID-19
coronavirus, this meeting was held via teleconference.

Attendance

The special meeting of the Board of Directors of 34 9.5
Metropolitan District was called and held as shown above and in
accordance with the applicable statutes of the State of Colorado.
The following directors, having confirmed their qualification to
serve on the Board, were in attendance:

Steve Schroyer
Roger G. Hollard
CJ Kirst

Also present: Megan J. Murphy, Esq., White Bear Ankele Tanaka
& Waldron, Attorneys at Law, General Counsel; Jason Carroll,
CliftonLarsonAllen, LLP, Accountant; Jeff Zimmerman, Auggie
Gomez; and Adrian Gough.

Call to Order

Ms. Murphy noted that a quorum of the Board was present and
called the meeting to order.

**Conflict of Interest
Disclosures**

Ms. Murphy advised the Board that, pursuant to Colorado law,
certain disclosures might be required prior to taking official action
at the meeting. Ms. Murphy reported that disclosures for those
directors with 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. Ms. Murphy noted
that a quorum was present and 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 Board determined that the participation of the members present

was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

Ms. Murphy presented the agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Appointment of Officers

The Board engaged in discussion regarding the appointment of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed the following officers:

President – Steve Schroyer
Treasurer – CJ Kirst
Secretary – Roger G. Hollard

Consider Adoption of Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically

Ms. Murphy presented the Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Public Comment

None.

Consent Agenda

Following a summary by Ms. Murphy the items on the consent agenda were approved, adopted and/or ratified by one motion duly made and seconded, and unanimously carried.

- Resolution Designating the District’s 24-Hour Posting Location
- Public Records Request Policy
- Resolution Adopting the Colorado Special District Records Retention Schedule
- Notices to Electors § 32-1-809, C.R.S.
- Recording of Special District Public Disclosure Documents as required by § 32-1-104.8, C.R.S.
- Disclosure Notices Required by Service Plan
- Electronic Signature Policy
- Intergovernmental Agreement with the Town of Mead Regarding the Service Plan
- Cooperation Agreement with the Town of Mead and Mead Urban Renewal Authority

Insurance & Liability

Discuss and Consider Adoption of Resolution Providing for the Defense and Indemnification of Directors and Employees of the District

Ms. Murphy presented the Resolution Providing for the Defense and Indemnification of Directors and Employees of the District to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Discuss Director Liability Issues and Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements

Ms. Murphy presented the Board with the Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements. The Board engaged in a general discussion and no action was taken.

Discuss Insurance Requirements (public official's liability, general liability, workers' compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special District Association

Ms. Murphy presented the Insurance Requirements (public official's liability, general liability, workers' compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special Districts Association to the Board. The Board engaged in a general discussion. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized membership in the Special Districts Association and directed legal counsel to bind insurance coverage with the Colorado Special Districts Property and Liability Pool.

Consider Approval of Agency Services Agreement with T. Charles Wilson Insurance Services

Ms. Murphy presented the Board with the agreement with T. Charles Wilson Insurance Services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Discuss BMO Worker's Compensation Coverage and Consider Authorizing Filing of Exclusion of Uncompensated Public Officials form for 2021 Policy Period

Ms. Murphy presented the BMO Worker's Compensation Coverage and Consider Authorizing Filing of Exclusion of Uncompensated Public Officials form for 2021 Policy Period to the Board. The Board engaged in a general discussion regarding Worker's Compensation Coverage. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized the filing of exclusion.

Consider Approval of Property and Liability Insurance Limits and Deductibles

Ms. Murphy presented the Board with the Property and Liability Insurance Limits and Deductibles. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the insurance coverage as presented.

Engagement of Consultants

Consider Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services

Ms. Murphy reviewed the Engagement Letter with White Bear Ankele Tanaka & Waldron with the Board. Ms. Murphy stated that as she is not independent as to the engagement, the Board is advised to have separate legal counsel review the engagement letter. The Board declined to engage separate legal counsel to review the engagement letter. Following discussion, upon a motion duly and seconded, the Board unanimously approved the engagement letter.

Consider Approval of Engagement Letter with CliftonLarsonAllen LLP for Accounting Services

Mr. Carroll presented the Board with the Engagement Letter with CliftonLarsonAllen, LLP for accounting services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement letter.

Consider Approval of Contract with Heather Sosa for Website Design Services

Ms. Murphy reviewed the contract with Heather Sosa for website design services with the Board. Following discussion, upon a motion duly and seconded, the Board unanimously approved the contract and directed legal counsel to move forward with purchasing the domain and platform for the website.

Consider Approval of Cost Certification Proposal

Deferred.

Legal Matters

Discuss and Consider Adoption of 2021 Annual Administrative Resolution

Ms. Murphy presented the Board with the 2021 Annual Administrative Resolution. Following discussion, upon motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Approval of Funding and Reimbursement Agreement with WCR 34 & HWY 25-220, LLC

Ms. Murphy presented the Board with the Funding and Reimbursement Agreement with WCR 34 & HWY 25-220, LLC. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agreement, subject to comments from WCR 34 & HWY 25-220, LLC and subject to final legal review.

Discussion Regarding Public Improvements Acquisition and Reimbursement Agreement with WCR 34 & HWY 25-220, LLC

Deferred.

Financial Matters

Consider Approval of Execution of (1) Form SS-4 Application for Federal Employer Identification Number; (2) Application for Colorado Sales Tax Exemption Number; and (3) Application for Assignment of PDPA Numbers

The Board reviewed the applications for FEIN number, Sales Tax Exemption number, and PDPA number. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the filing of the applications.

Discuss and Consider Establishment of Bank Accounts and Authorize Signers on the Accounts (with all checks requiring two signatures)

The Board engaged in a discussion regarding establishment of bank accounts and authorizing signers. Following discussion, the Board unanimously approved the establishment of a bank account at First Bank and authorized Director Schroyer, Director Kirst and Director Hollard as signatories.

Public Hearing on 2021 Budget and Consider Approval of Resolution Adopting the 2021 Budget

Director Hollard opened the public hearing on the proposed 2021 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Carroll reviewed the 2021 Budget and Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget as discussed, appropriating funds therefore and certifying 0.000 mills adjusted for the general fund and 0.000 mills for the debt service fund.

The Board directed legal counsel and the District's accountant to file the 2021 Budget.

Discussion Regarding Bill.com

The Board engaged in discussion regarding the use of Bill.com for District invoices. Following discussion, upon motion duly made and seconded, the Board unanimously approved Bill.com.

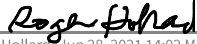
Other Business

None.

Adjournment

There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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



Roger Hollard (Jun 28, 2021 14:02 MDT)

Secretary for the Meeting