

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
TWIN PEAKS METROPOLITAN DISTRICT
HELD
OCTOBER 18, 2021

A special meeting of the Board of Directors (“Board”) of Twin Peaks Metropolitan District (“District”) was duly held on Monday, October 18, 2021, at 10:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Zoom and by conference call. The meeting was open to the public via Zoom and conference call.

ATTENDANCE

Directors In Attendance:

Danaria McCoy, President
Joseph (“Joey”) Ginsborg, Secretary

Also In Attendance:

Paula Williams, Esq., Kate Olson, Esq. and Lisa Jacoby; McGeady Becher P.C.
Alex Fink; CliftonLarsonAllen LLP
Sandy Sigel; NMMS VATP, LLC (Ex Officio Member)

ADMINISTRATIVE MATTERS

Confirm Quorum/Disclosure of Potential Conflicts of Interest: The Board entered into a discussion regarding the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Olson 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. Attorney Olson noted that Directors’ Disclosure Statements had been filed by the statutory deadline.

Agenda: The Board reviewed the Agenda for the meeting and following discussion, upon a motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board approved the Agenda as amended and excused the absence of Director Jacob Ginsborg.

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. Following discussion, upon motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board determined that because there was not a suitable or convenient location within the District’s boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated date, time and format. The Board further noted that notice of this format was posted within the

boundaries of the District and the Board has not received any objections to the format or any requests that the meeting place be changed by taxpaying electors within the boundaries of the District.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District as least 24 hours prior to each meeting at the following location: on a streetlight at the northwest entrance of the District.

Public Comment: There was no public comment.

Board Vacancies: It was noted that a Notice of Vacancy was published on October 6, 2021. The Board discussed the appointment of qualified eligible electors to the Board of Directors. There were no qualified eligible electors identified for appointment.

Appointment of Officers: There was no appointment of officer positions made and the following slate of Officers was confirmed:

President: Danaria McCoy
Secretary: Joseph Ginsborg
Treasurer: Jacob Ginsborg

Minutes of the October 19, 2020 Special Meeting: The Board reviewed the minutes of the October 19, 2020 special meeting. Following discussion, upon motion duly made by Director Joseph Ginsborg, and seconded by Director McCoy and, upon vote unanimously carried, the Board approved the October 19, 2020 meeting minutes.

District Insurance and Special District Association Renewal: The Board discussed the renewal of the District's general liability insurance coverage, additional coverage for any District owned property (if any) and renewal of the District's Special District Association membership. It was noted that the insurance coverage and the District's Special District Association membership would be renewed in the general course of business.

Resolution No. 2021-10-01; Establishing 2022 Regular Meeting Dates, Time, and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices: The Board discussed the business to be conducted in 2022 and determined to schedule a regular meeting on Monday, October 17, 2022 at 10:00 a.m. to be held virtually. Following discussion, upon motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board adopted Resolution No. 2021-10-01, Establishing Regular Meeting Dates, Time, and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices.

District Website: The Board discussed the status of website creation and

maintenance services. Discussion ensued regarding the delayed timing for launching of the Colorado State Internet Portal Authority (“SIPA”) website for the District. Attorney Williams reviewed the proposal from Archipelago Web Inc. for website creation and maintenance. Following discussion, upon motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board approved the proposal from Archipelago Web Inc. for creation and maintenance of a District website and authorized necessary action in connection therewith.

Further, upon motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board authorized the termination of the Eligible Governmental Entity Agreement with SIPA and all associated documents for website services.

FINANCIAL MATTERS

2020 Audit: Following discussion, upon motion duly made by Director Joseph Ginsborg, seconded by Director McCoy and, upon vote unanimously carried, the Board ratified approval of the 2020 Audit and authorization of execution of the Representations Letter.

Unaudited Financial Statements – Payment of Claims: Mr. Fink presented to the Board the unaudited financial statements for the period ending July 31, 2021 and the payment of claims. Following discussion, upon motion duly made by Director McCoy, and seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending July 31, 2021 and ratified the payment of claims included with the financial statements.

Public Hearing on 2021 Budget Amendment: Director McCoy opened the public hearing to consider the amendment to the 2021 Budget and to discuss related issues.

It was noted that Notice stated that the Board would consider adoption of the 2021 amendment to the Budget, if necessary, and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

It was determined that the 2021 Budget amendment was not necessary.

Public Hearing on 2022 Budget: Director McCoy opened the public hearing to consider the proposed 2022 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2022 Budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior the public hearing.

No public comments were received, and the public hearing was closed.

Following discussion, the Board considered the adoption of Resolution No. 2021-10-02 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-10-03 to Set Mill Levies. Upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board adopted Resolution Nos. 2021-10-02 and 2021-10-03 and authorized execution of the Certification of Budget and Certification of Mill Levies as follows: 25.000 mills in General Fund, 25.000 mills in Debt Service Fund, for a total mill levy of 50.000 mills, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Boulder County not later than December 15, 2021. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2022.

DLG-70 Mill Levy Certification: The Board considered authorizing the District accountant to prepare and sign the DLG-70 Mill Levy Certification for certification to the Board of County Commissioners of Boulder County. Following discussion, upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board authorized the District accountant to prepare and sign the DLG-70 Mill Levy Certification.

Preparation of 2023 Budget: The Board discussed the preparation of the 2023 budget. Following discussion, upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board appointed CliftonLarsonAllen LLP to prepare the 2023 budget. The Board directed that the 2023 draft budget be the same as the 2022 adopted budget unless a Board member provides input to otherwise adjust those assumptions.

2021 Audit: The Board reviewed a proposal from Haynie & Company to perform the District's 2021 Audit. Following discussion, upon motion duly made by Director Joseph Ginsborg, seconded by Director McCoy and, upon vote unanimously carried, the Board approved the engagement of Haynie & Company to perform the District's 2021 Audit for an amount not to exceed \$6,200.

LEGAL MATTERS

Policy Regarding Ex Officio Member of the Board: Following discussion, upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board ratified adoption of the Resolution Providing the Policy Regarding Ex Officio member of the Board.

Second Amendment to Resolution No. 2013-10-04 Regarding Colorado Open Records Act Requests: Following discussion, upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board adopted the Second Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act Requests. It was noted that the Resolution designates McGeady Becher P.C. as the "Official Custodian" of the public records of the District.

Resolution No. 2021-10-04 Calling May 3, 2022 Director Election: Following discussion, upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board adopted Resolution No. 2021-10-04 Calling May 3, 2022 Election for Directors, appointing Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of mail ballot election. It was noted that the Resolution designates Jennifer Henry as DEO.

Transparency Notice Required Under Section 32-1-809, C.R.S.: The Board discussed the required transparency notice under Section 32-1-809, C.R.S. Upon motion duly made by Director Joseph Ginsborg, seconded by Director McCoy and, upon vote unanimously carried The Board directed District Counsel to post the required notice on the Special District Association website.

OTHER BUSINESS

Policy Regarding Overnight Parking, Loitering and Unwanted Solicitation: Discussion ensued regarding overnight parking, loitering and unwanted solicitation upon District property. Following discussion, upon motion duly made by Director McCoy, seconded by Director Joseph Ginsborg and, upon vote unanimously carried, the Board authorized staff to prepare Rules and Regulations for consideration at an upcoming Board meeting.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

By Joseph Ginsborg
Secretary for the Meeting