

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
RAMPART RANGE METROPOLITAN DISTRICT NOS. 1, 2 & 7
(THE “DISTRICTS”)
HELD
JULY 19, 2023**

A special meeting of the Boards of Directors of the Rampart Range Metropolitan District Nos. 1, 2 & 7 (referred to hereafter as the “Boards”) was convened on July 19, 2023 at 4:07 p.m. at Coventry Development Corp., 9878 Schwab Way, Suite 415, Lone Tree, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Keith Simon, President
Darryl Jones, Treasurer (via telephone)
Elizabeth Matthews, Secretary
Ken Linhardt, Assistant Secretary

Also, In Attendance Were:

Denise Denslow, Nic Carlson and Susan Sanchez; CliftonLarsonAllen LLP (“CLA”)
Jon Hoistad, Esq.; McGeady Becher P.C.
Dennis Bedford; BrightView Landscape Services, Inc. (“BrightView”)
Carson Besgrove; Merrick & Company
Ernie Warzecha; Diverse Project Consultants
John Connelly; Coventry Development Corp.
Jennifer Miller; Rampart Range Metropolitan District No. 5

ADMINISTRATIVE MATTERS

Quorum/call to order/disclosures of potential conflicts of interest: Director Simon called the meeting to order and confirmed the presence of a quorum.

The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested 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 Boards’ members prior to this meeting in accordance with statute. It was noted by Attorney Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Agenda, location of meeting and posting of meeting notices: The Boards reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Simon, seconded by Director Jones and, upon vote,

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unanimously carried, the Boards approved the Agenda, as amended.

The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Board meeting. Following discussion, and upon motion duly made by Director Simon, seconded by Director Jones and, upon vote, unanimously carried, the Boards determined to conduct the meeting at the above-stated date, time, and location, which is within 20 miles of the Districts. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the Districts' boundaries have been received.

Board Appointment: The District No. 2 Board discussed the vacancies on the Board. Following discussion, upon a motion duly made by Director Simon, seconded by Director Jones and, upon a vote with Directors Simon, Jones and Matthews voting aye and Director Linhardt abstaining, the District No. 2 Board appointed Kenneth Linhardt to the District No. 2 Board.

Appointment of Officers: Following discussion, upon motion duly made by Director Simon, seconded by Director Matthews and, upon vote, unanimously carried, the following slate of officers were appointed for the Districts:

President: Keith Simon
Secretary: Elizabeth Matthews
Treasurer: Darryl Jones
Assistant Secretary: Kenneth Linhardt
Assistant Secretary: Vacant

Public Comment: There were no public comments.

CONSENT AGENDA

Minutes of April 26, 2023 Regular Board Meeting:

Proposal between RRMD No. 1 and Brightview Landscape Services for Mulch Bed Install on Park Meadows Drive in the amount of \$24,385.00:

Proposal between RRMD No. 1 and Brightview Landscape Services for Roundabout Island Refresh in the amount of \$14,000.00:

First Amendment to Property Management Agreement between RRMD No. 1 and G&E Real Estate Management Services, Inc. dba Newmark Management for the parking garage located at 10003 Commons Street:

Director Simon reviewed the Consent Agenda with the Boards. Following review and discussion, upon a motion duly made by Director Jones, seconded

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by Director Simon and, upon vote, unanimously carried, the Boards approved and/or ratified, as appropriate, the Consent Agenda.

ENGINEER/CONSTRUCTION MATTERS

Engineering/Design Report: No updates.

Construction Report: No updates.

LANDSCAPE MATTERS

Landscape Update: Mr. Bedford updated the Boards regarding ongoing landscape maintenance within the Districts.

Tree Replacements: Discussion ensued regarding tree replacements. Following discussion, upon a motion duly made by Director Simon, seconded by Director Jones and, upon vote, unanimously carried, the RRMD No. 1 Board approved a not to exceed amount of \$80,000.00 for tree replacements, subject to final review by Ms. Denslow.

FINANCIAL MATTERS

Claims: Ms. Sanchez reviewed the prior claims with the RRMD No. 1 Board. Upon a motion duly made by Director Simon, seconded by Director Matthews and, upon vote, unanimously carried, the RRMD No. 1 Board ratified approval of prior claims totaling \$394,890.86, including monthly ACH payments for Denver Water and Xcel accounts.

Cash Position Report: Ms. Sanchez reviewed the Cash Position Report, noting that this is informational only.

2022 Audits for RRMD Nos. 1, 2 and 7: Ms. Sanchez reviewed the RRMD No. 2 2022 Audit. Discussion ensued regarding the assessed valuation and upcoming related legislation. Following discussion, upon a motion duly made by Director Matthews, seconded by Director Jones and, upon vote, unanimously carried, the District No. 2 Board approved the 2022 Audit and ratified execution of the Representation Letter.

Ms. Sanchez reviewed the RRMD No. 7 2022 Audit. Following discussion, upon a motion duly made by Director Linhardt, seconded by Director Simon and, upon vote, unanimously carried, the RRMD No. 7 Board approved the 2022 Audit and ratified execution of the Representation Letter.

Ms. Sanchez reviewed the RRMD No. 1 2022 Audit. Discussion ensued regarding various aspects of operations. There was further discussion regarding the timing of the final acceptance of the Skyridge Bridge. This item will be removed from the asset listing in 2023. Upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 1 Board approved the 2022 Audit and authorized execution of the Representation Letter.

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LEGAL MATTERS

None.

MANAGER
MATTERS

Quitclaim Deed from Ridgeway West Village Community Association to RRMD No. 1 (Tract G, Section 15, Filing 9 1st amendment): Following review, upon a motion duly made by Director Simon, seconded by Director Matthews and, upon vote, unanimously carried, the Board accepted the conveyance of Tract G, Section 15, Filing 9, 1st amendment by Quitclaim Deed from Ridgeway West Village Community Association to RRMD No. 1.

BOARD MEMBER
ITEMS

Director Simon briefly discussed issues related to the availability of power to new construction on the west side. No action was taken.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Boards at this time, Director Simon adjourned the meeting at 5:22 p.m.

Respectfully submitted,

By DocuSigned by:
Elizabeth Matthews
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Secretary for the Meeting