

**MINUTES OF A COMBINED SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
FITZSIMONS VILLAGE METROPOLITAN DISTRICTS NOS. 1-3
HELD
NOVEMBER 9, 2022**

A special meeting of the Boards of Directors of the Fitzsimons Village Metropolitan Districts Nos. 1-3, County of Arapahoe (referred to hereafter as the “Board”) was convened on Wednesday, November 9, 2022 at 1:30 p.m. The Districts’ Board meeting was held and properly noticed to be held via video enabled web conference. The meeting was open to the public via telephone and videoconference.

Directors In Attendance Were:

Suzanne Schlicht, President
Brittanny Havard, Treasurer
Bob Dapper, Assistant Secretary
Brian Ratner, Assistant Secretary (MD 3)

There are two vacancies on each of the Boards.

Also In Attendance Were:

Tom George, Esq.; Spencer Fane LLP
Nicholas Carlson, Anna Jones, Gigi Pangindian and Carrie Beacom;
CliftonLarsonAllen LLP (“CLA”)
Keely Matson: Michael Baker International
Tom Banta; Corporex

**ADMINISTRATIVE
MATTERS**

Call to Order/Disclosure of Potential Conflicts of Interest: Director Schlicht called the meeting to order at 1:30 p.m.

Attorney George discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board 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 that the disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors as required by statute. No new conflicts were disclosed.

Quorum/Meeting Location/Approve Agenda: A quorum was confirmed. It was noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by any interested person were received. Following review and discussion, upon a motion duly made by Director Dapper, seconded by Director Schlicht and, upon vote, unanimously carried, the Boards approved the combined agenda, as presented.

Public Comment: None.

Pedestrian Bridge Repair Plans: Ms. Matson reviewed the plan with the Boards and noted the CDOT has reviewed and provided no comments. She noted that Michael Baker International is prepared to send the plans to contractors for proposals. She also indicated that per conversations with District legal counsel and management that a formal bidding process is not required as all of the work is limited to damage repair services only.

Resolutions No. 2022-11-01 Regarding 2023 Annual Administrative Matters: Attorney George reviewed the resolutions with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards adopted Resolutions No. 2022-11-01 Regarding 2023 Annual Administrative Matters.

Section 32-1-809, C.R.S. and Direct Staff Regarding Compliance for 2023: Attorney George reviewed with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards directed staff to complete all necessary items for 2023 compliance.

District Insurance: Ms. Jones reviewed with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards approved renewing the Districts' general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed consultants to proceed accordingly. The Boards further directed renewal of the District's Special District Association membership.

Other: None.

CONSENT AGENDA Approval of Minutes of the October 12, 2022 Combined Special Meeting

Approval of Minutes of the October 17, 2022 Combined Special Meeting

Ratified Approval of Construction Done Right Agreement for General Maintenance

Following review, upon a motion duly made by Director Schlicht, seconded by Director Ratner and Director Dapper and, upon vote, unanimously carried, the Board approved and ratified the consent agenda, as presented.

Other: None.

FINANCIAL MATTERS

Claims MD1: Ms. Beacom reviewed the claims with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote,

unanimously carried, the District 1 Board approved the claims in the amount of \$1,006,0947.31.

Claims MD3: Ms. Beacom reviewed the claims with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 3 Board approved the claims in the amount of \$14,533.67.

Public Hearing on Amendment to 2022 Budget; Public Hearing on 2023 Budget: Director Schlicht opened a combined public hearing to consider the proposed 2022 Budgets Amendment and 2023 Budgets and to discuss related issues at 1:51 p.m.

It was noted that Notice of the hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received.

Ms. Beacom noted that certain details of the budgets are still being finalized and recommended the Boards defer action to a later meeting. Following discussion, the Board deferred action on the budgets and continued the budget hearings until December 14th at 1:30 p.m.

Ms. Beacom noted that the mill levies are not expected the change and recommended the Boards approve the mill levies today so the mil levy certifications can be filed by the December 15 deadline. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 1 Board approved the mill levies as presented.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 2 Board approved the mill levies as presented.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 3 Board approved the mill levies as presented.

DLG-70 Mill Levy Certification Form: Following discussion, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards directed CLA to prepare the DLG-70 Certification of Mill Levies Forms and Director Schlicht was appointed to sign the DLG-70 Mill Levy Certification Forms on behalf of the Districts.

2024 Budgets: Following discussion, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards directed CLA to prepare the 2024 budgets.

2022 Audit Preparation: Ms. Beacom reviewed and noted that Districts 1 and 3 will need an audit and District 2 will file for exemption. Following discussion, upon motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved CLA to solicit proposals for audits for Districts 1 and 3 and to prepare a District 2 exemption.

District No. 1 Corporex Development and Construction Management LLC Pay Apps for Garage Construction: Ms. Beacom reviewed Corporex Development and Construction Management LLC (“CDCM”) Pay App No. 5 with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 1 Board approved the CDCM Pay App No. 5 for Garage Construction.

District No. 3 Requisition and Draw Requests: Ms. Beacom reviewed Requisition No. 5 and Draw Request No. 4 with the District No. 3 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 3 Board approved Draw Request No. 4.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 3 Board approved Requisition No. 5.

Other: None.

LEGAL MATTERS **Resolution No. 2022-11-03 Calling May 2, 2023 Election:** The Board discussed the May 2, 2023 election. Following discussion, upon motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards adopted Resolution No. 2022-11-03 Calling a May 3, 2023 Directors’ Election.

Other: None.

MANAGEMENT MATTERS **CliftonLarsonAllen LLP Statements of Work for 2023:** Ms. Jones reviewed with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards approved the CliftonLarsonAllen LLP Statements of Work for 2023.

Other: None.


DIRECTOR MATTERS **Other:** None.

OTHER BUSINESS **Other:** None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards adjourned the meeting at 2:16 p.m

Respectfully submitted,

By  EFD8F216735A4A6
Secretary for the Meeting