

**MINUTES OF A COMBINED SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
FITZSIMONS VILLAGE METROPOLITAN DISTRICT NOS. 1, 2 & 3
HELD
JULY 11, 2022**

A special meeting of the Boards of Directors of the Fitzsimons Village Metropolitan District Nos. 1, 2 & 3, County of Arapahoe (referred to hereafter as the “Boards”) was convened on Monday, July 11, 2022 at 10:00 a.m. The Districts’ Board meeting was also held and properly noticed to be held via video enabled web conference. The meeting was open to the public via videoconference.

Directors In Attendance Were:

Jamie Curcio
Brian Ratner (Dist. No. 3)
Brittanny Havard

The absence of Director Dapper was excused.

Also In Attendance Were:

Tom George, Esq.; Spencer Fane LLP
Gigi Pangindian, Carrie Beacom and Anna Jones; CliftonLarsonAllen LLP
 (“CLA”)
Wesley Ellis and Nella Rosales; Engle Martin
Keely Matson, Tom Ritz and Steve Pouliot: Michael Baker International
Josh Hoffman; Upland Real Estate Partners

**ADMINISTRATIVE
MATTERS**

Call to Order/Disclosure of Potential Conflicts of Interest: Director Curcio called the meetings to order at 10:06 a.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 Havard, seconded by Director Curcio and, upon vote, unanimously carried, the Boards approved the agenda, as amended to include distinction of the Districts on agenda items.

Public Comment: None.

Appointing of Suzanne Schlicht: It was noted that there are existing vacancies on the Boards, and that Ms. Suzanne Schlicht has indicated her interest in serving on the Boards.

Following discussion, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the District No.1 and No. 2 Boards appointed Suzanne to the Board of Districts 1 and 2.

Following discussion, upon a motion duly made by Director Ratner, seconded by Director Curcio and, upon vote, unanimously carried, the District No. 3 Board appointed Suzanne Schlicht to the Board of District 3.

Appointment of Officers for Districts 1, 2 and 3: Following discussion, upon motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the following slate of officers were appointed for Districts 1 and 2:

President: Suzanne Schlicht
Secretary: Jamie Curcio
Treasurer: Brittany Havard

Following discussion, upon motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the following slate of officers were appointed for District 3:

President: Suzanne Schlicht
Secretary: Jamie Curcio
Treasurer: Brittany Havard
Assistant Secretary: Brian Ratner

Other: None.

CONSENT AGENDA Approval of Minutes of the November 12, 2021 Special Meetings, December 6, 2021 Joint Special Meeting and December 13, 2021 Joint Special Meeting

Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Boards approved the minutes of the November 12, 2021 Special Meeting, December 6, 2021 Special Meeting and December 13, 2021 Special Meeting, as presented.

Other: None.

**FINANCIAL
MATTERS**

Adding Director Havard and Suzanne Schlicht as Signers on the 1st Bank Accounts for Districts 1 and 3: Ms. Pangindian reviewed with the Boards. Following review, upon a motion duly made, seconded and, upon vote, unanimously carried, the Boards approved adding Director Havard and Suzanne Schlicht as signers on the 1st Bank account for Districts 1 and 3.

May 31, 2022 Financial Statements and Schedule of Cash Position for Districts 1 and 3: Ms. Pangindian reviewed the statements with the Boards. Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the District 1 Board accepted the May 31, 2022 Financial Statements and Schedule of Cash Position for District 1.

Following review, upon a motion duly made by Director Ratner, seconded by Director Havard and, upon vote, unanimously carried, the District 3 Board accepted the May 31, 2022 Financial Statements and Schedule of Cash Position for District 3.

Claims in the Amount of \$287,957.59 for District 1, and in the amount of \$94,281.19 for District 3: Ms. Pangindian reviewed the claims with the Boards. Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried the District 1 Board ratified approval of the claims for District 1, in the amount of \$287,957.59.

Following review, upon a motion duly made by Director Ratner, seconded by Director Havard and, upon vote, unanimously carried the District 3 Board ratified approval of the claims for District 3, in the amount of \$94,281.19.

Other: None.

**MANAGEMENT
MATTERS**

Pedestrian Bridge

Pedestrian Bridge Emergency Impact Report with Stephen Pouillot for District 1: Mr. Pouillot and Mr. Ritz reviewed the report with the Board.

MBI Emergency Repair Contract for District 1: Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the Board ratified approval of the MBI Emergency Contract for District 1.

Proposal for Insured Engineering Repair in the Amount of \$100,428.86 for District 1: Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the Board approved the proposal for insured engineering repair in the amount of \$100,428.86 for District 1 and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Proposal for Uninsured Repairs Related to the Bearing Plates in the Amount of \$22,257.99 for District 1: Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the Board approved the proposal for uninsured repairs related to the bearing plates in the amount of \$22,257.99 for District 1 and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Damage Insurance Response and Coverage: Ms. Jones reviewed the response and coverage with the Board.

Consultant Authorization Regarding Bridge Repair Work for District 1: Following discussion, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board ratified the actions taken by the consulting team to-date and authorized staff to continue to complete repairs for District 1.

Termination of Parking Agreement with Republic Parking System Inc.: Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the Board approved the termination of the Parking Agreement with Republic Parking Systems Inc.

Other: None.

LEGAL MATTERS **Operations and Maintenance Fee Status for Metropolitan Districts 1 and 3:** This item was tabled. No action was taken.

Payment and Reimbursement of Broken Main Line in the Amount of \$6,342.60 for District 3: This item was tabled. No action was taken.

Revised CLA Management Scope of Work: Following review, upon a motion duly made by Director Havard, seconded by Director Ratner and, upon vote, unanimously carried, the Board approved the revised CLA Management Scope of Work, as presented for District 3.

Following review, upon a motion duly made by Director Havard, seconded by Director Curcio and, upon vote, unanimously carried, the Boards approved the revised CLA Management Scope of Work, as presented for Districts 1 and 2.

S.A. Miro Proposal to Maintain Stormwater Systems and Engagement Letter in the Amount not to exceed \$10,000.00: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the S.A. Miro proposal to maintain stormwater systems and Engagement Letter in the amount not to exceed \$10,000.00, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Lionheart EC Lighting Retro Proposal for the Pedestrian Bridge in the Amount of

\$42,310.00: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Lionheart EC Lighting Retro Proposal for the pedestrian bridge in the amount of \$42,310.00, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Roth Property Maintenance, LLC 2022 Annual Services in the Amount of \$19,197.20: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Roth Property Maintenance, LLC 2022 annual services in the amount of \$19,197.20, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Sustainable Landscapes 2022 Maintenance Agreement for Fitzsimons Village MD No 1 in the Amount of \$9,883.71: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Sustainable Landscapes 2022 Maintenance Agreement for Fitzsimons Village MD No 1 in the amount of \$9,883.71, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Sustainable Landscapes Summer Floral Containers Proposal for Fitzsimons Village MD No 1 in the Amount of \$8,369.90: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Sustainable Landscapes Summer Floral Containers Proposal for Fitzsimons Village MD No 1 in the amount of \$8,369.90, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Sustainable Landscapes 2022 Maintenance Agreement for Fitzsimons Village MD No 3 in the Amount of \$8,342.26: Following review, upon a motion duly made by Director Ratner, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Sustainable Landscapes 2022 Maintenance Agreement for Fitzsimons Village MD No 3 in the amount of \$8,342.26, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

Diversified Underground Agreement: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Diversified Underground Agreement, as presented, and authorized legal counsel and the Board President to finalize and execute an agreement regarding the same.

TKE Service Addendum in the Amount of \$277 Per Month: Following review, upon a motion duly made by Director Curcio, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the TKE Service Addendum in the amount of \$277 per month, as presented.

Possible Action to Parking Garage Construction; Ratify Bid Process; Select Design,

Construction and/or Construction Management Contractors: Attorney George reviewed and discussed with the Board. No action was taken.

Other: None.

**PROPERTY
MANAGER
MATTERS**

Other: None.

**DIRECTOR
MATTERS**

Other: None.

OTHER BUSINESS

Need for a Special Meeting Before Next Regular Meeting in November: Nothing was determined.

ADJOURNMENT

There being no further business to come before the Boards at this time, the Boards adjourned the meetings at 11:28 a.m.

Respectfully submitted,

DocuSigned by:
By Brittanny Hamard
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Secretary for the Meeting