

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

KARL'S FARM METROPOLITAN DISTRICT NOS. 1-3

Held: Wednesday, October 21, 2020 at 10:00 a.m. via  
teleconference.

Due to 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 joint special meeting referenced above was called and held in  
accordance with the applicable statutes of the State of Colorado.  
The following directors, having confirmed their qualification to  
serve, were in attendance.

David Goldberg  
Daniel Frank  
Marc Cooper  
Richard Frank  
Steven Shoflick

Also present were George M. Rowley, Esq., White Bear Ankele  
Tanaka & Waldron, District General Counsel; and Cathleen  
Hamilton, Simmons & Wheeler PC, District Accountant.

**Call to Order**

Director Goldberg noted that a quorum of the Boards was present  
and called the meeting to order.

**Declaration  
Quorum/Director  
Qualifications**

**of** Mr. Rowley reported that disclosures for those directors that  
provided White Bear Ankele Tanaka & Waldron with notice of  
potential or existing conflicts of interest were filed with the  
Secretary of State's Office and the Boards at least 72 hours prior  
to the meeting, in accordance with Colorado law, and those  
disclosures were acknowledged by the Boards. Mr. Rowley  
inquired into whether members of the Boards 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 participation of the  
members present was necessary to obtain a quorum or to

otherwise enable the Boards to act.

**Combined Meetings**

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

**Approval of Agenda**

Mr. Rowley reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards approved the agenda as presented.

**Public Comment**

None.

**Consent Agenda**

The Boards reviewed the items on the consent agenda. Mr. Rowley advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon motion duly made and seconded, the following items on the consent agenda were unanimously ratified, approved and/or adopted:

- July 7, 2020 and July 14, 2020 Joint Special Meeting Minutes
- 2019 Annual Report
- Special District Disclosure Notice Pursuant to 32-1-809, C.R.S.
- Joint Resolution Designating the District's 24-Hour Posting Location

**Legal Matters**

Consider Adoption of 2021 Annual Administrative Resolution

Mr. Rowley reviewed the 2021 Annual Administrative Resolution with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Review Insurance Property and Liability Schedule and Limits/Insurance Gas Line Relocate

Mr. Rowley reviewed the Insurance Property and Liability Schedule and Limits/Insurance for Gas Line Relocate. Following discussion, upon a motion duly made and seconded, the Boards unanimously authorized binding of the Insurance Property and Liability Schedule and Limits/Insurance for Gas Line Relocate.

Discuss 2020 Legislative Update

Mr. Rowley discussed the Legislative Update with the Boards. No action was taken.

Discuss Proposal from Heather Sosa with Heatherly Creative, LLC for District Website	The Boards reviewed the proposal from Heather Sosa with Heatherly Creative, LLC for District Website. No action was taken.
Ratify Amendments to Lot Finish Improvement Agreement	The Boards reviewed the Amendments to Lot Finish Improvement Agreement. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified approval of Amendments to Lot Finish Improvement Agreement.
Ratify Amendments to Public Improvement Cooperation Agreement	The Boards reviewed the Amendments to Public Improvement Cooperation Agreement. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified approval of the Amendments to Public Improvement Cooperation Agreement.
Other Legal Matters	None.

**Financial Matters**

Consider Approval of Unaudited Financial Statements/Payment of Claims	Ms. Hamilton reviewed the claims listing with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the payment of claims in the amount of \$80,384.25.
Public Hearing on 2020 Budget Amendment and Consider Adoption of Resolution Approving the same	Not Needed.
Public Hearing on 2021 Budget (District No. 1)	Director Goldberg opened the public hearing on the proposed 2021 Budget. Mr. Rowley noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.
Consider Adoption of Resolution Approving 2021 Budget (District No. 1)	Ms. Hamilton reviewed the 2021 Budget and Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor.
Public Hearing on 2021 Budget (District No. 2)	Director Goldberg opened the public hearing on the proposed 2021 Budget. Mr. Rowley noted that the notice of public hearing was provided in accordance with Colorado law. No written

objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution Approving 2021 Budget (District No. 2) Ms. Hamilton reviewed the 2021 Budget and Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills for the general fund, and 55.664 mills for the debt service fund.

Public Hearing on 2021 Budget (District No. 3) Director Goldberg opened the public hearing on the proposed 2021 Budget. Mr. Rowley noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution Approving 2021 Budget (District No. 3) Ms. Hamilton reviewed the 2021 Budget and Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills for the general fund.

Consider Authorization of 2020 Auditor Proposals (District No. 2) Following discussion, the Boards directed the accountant to obtain proposals for the preparation and filing of the 2020 Audit for District No. 2.

Consider Authorization of 2020 Applications for Exemption from Audit (District Nos. 1 & 3) The Boards of District Nos. 1 & 3 engaged in general discussion regarding 2020 Applications for Exemption from Audit. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 & 3 unanimously authorized the 2020 Applications for Exemption from Audit.

Other Financial Matters The Boards engaged in general discussion regarding the use of Bill.com for approval of claims. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the use of Bill.com and authorized Director Daniel Frank and Director David Goldberg as approvers on the account.

**Other Business** None.

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

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

*richard a. frank*  
richard a. frank (Aug 4, 2021 09:41 MDT)

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Secretary for the Meeting

The foregoing minutes were approved on the 19th day of May, 2021.