

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

KARL'S FARM METROPOLITAN DISTRICTS NOS. 1-3

Held: Tuesday, December 13, 2022, at 2:00 p.m. 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

Director Marc Cooper and Richard Frank were absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were: George M. Rowley, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, General Counsel; and Cathy Hamilton, Simmons & Wheeler, P.C., District Accountant.

**Call to Order/Declaration
of Quorum**

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

**Director Conflict of
Interest Disclosures**

Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. 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 noted that a quorum was present and 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 presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Mr. Rowley reviewed the items on the consent agenda with the Boards. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- a. October 6, 2022 Joint Special Meeting Minutes
- b. Ratification of 2021 Consolidated Annual Report
- c. Consider Approval of Notice to Electors Pursuant to § 32-1-809, C.R.S.

Legal Matters

Consider Adoption of 2023 Annual Administrative Resolution

Mr. Rowley presented the 2023 Annual Administrative Resolution to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Consider Approval of Resolution of Acceptance of District Eligible Costs

Mr. Rowley presented the Resolution of Acceptance of District Eligible Costs to the Board. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution, subject to the District accountant signing the accountant's certification.

Discuss and Review Proposal for Renewal of General Liability Schedule and Limits and Consider Approval and Authorization to Bind Coverage

Mr. Rowley presented the Renewal of General Liability Schedule and Limits and Consider Approval and Authorization to Bind Coverage to the Boards of District Nos. 2 & 3. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the renewal. It was noted that there was no additional property to add to the schedule.

Discuss 2022 Legislative Update

Mr. Rowley presented the 2022 legislative update to the Boards of. No action taken.

Consider Approval of Resolution Calling May 2, 2023 Election

Mr. Rowley presented the Resolution Calling May 2, 2023 Election to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Financial Matters

Consider Acceptance of Unaudited Financial Statements

Ms. Hamilton presented the financial statements to the. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the financials.

Approval of Claims Listing

Ms. Hamilton presented the claims to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the claims.

Conduct Public Hearing on Resolution Adopting 2023 Budget, Imposing Mill Levies and Appropriating Funds (District No. 1)

Director Goldberg opened the public hearing on the proposed 2023 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.

Ms. Hamilton reviewed the 2023 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds, subject to receipt of final assessed valuation.

Conduct Public Hearing on Resolution Adopting 2023 Budget, Imposing Mill Levies and Appropriating Funds (District No. 2)

Director Goldberg opened the public hearing on the proposed 2023 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.

Ms. Hamilton reviewed the 2023 Budget with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Operating Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Conduct Public Hearing on Resolution Adopting 2023 Budget, Imposing Mill Levies and Appropriating Funds (District No. 3)

Director Goldberg opened the public hearing on the proposed 2023 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.

Ms. Hamilton reviewed the 2023 Budget with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Operating Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Other Business

None.

Adjournment

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

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



[Marc cooper \(Jun 6, 2023 11:20 MDT\)](#)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 23rd day of May 2023.