

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF COPPERLEAF METROPOLITAN DISTRICT NO. 2

Held: Monday, November 7, 2022, at 7:00 p.m., via
Zoom video/telephone conference. The meeting
was open to the public.

Attendance

A Regular Meeting of the Board of Directors of the
Copperleaf Metropolitan District No. 2, County of
Arapahoe, State of Colorado, was called and held as
shown above and in accordance with the applicable
statutes of the State of Colorado, with the following
Directors present and acting:

Michael R. Rohde, President
Joseph Cervone, Assistant Secretary
James Altman, Assistant Secretary

Following discussion, upon motion duly made by
Director Rohde, seconded by Director Altman, and upon
vote unanimously carried, the absences of Directors
Gregory Thornton and Shailesh Pokharel were excused.

Also present were:

Paula J. Williams, Esq. and Craig Sorensen; McGeady
Becher P.C.
Cathy Hamilton; Simmons & Wheeler, P.C.

Disclosure of Potential Conflicts of Interest

The Board 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 Board 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 Board members prior
to this meeting in accordance with statute. It was noted
by Mr. Sorensen that disclosures of potential conflicts of
interest were filed with the Secretary of State for
Directors Altman and Rohde, and no new conflicts of
interest were disclosed at the meeting.

Quorum / Meeting Location / Posting of Notices	<p>Mr. Sorensen confirmed the presence of a quorum. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s board meeting.</p> <p>The Board determined that the meeting would take place via Zoom video/telephone conference. Mr. Sorensen reported that notice was duly posted on the website of the District, and that no objections to the meeting location or the video/telephonic manner of the meeting, or any requests that the meeting location or video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.</p>
Approval of Agenda	<p>The Board reviewed the agenda for the meeting. Following review and discussion, and upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board approved the agenda, as presented.</p>
Approval of Minutes	<p>The Board reviewed the minutes of the September 28, 2022 Special Meeting.</p> <p>Following review and discussion, upon motion duly made by Director Altman, seconded by Director Cervone, and upon vote unanimously carried, the Board approved the minutes, as presented.</p>
2023 Meeting Schedule / Meeting/Posting Resolution	<p>The Board discussed the regular meeting schedule for 2023. Following discussion, the Board determined that regular meetings for 2023 would be scheduled on Monday, July 10, 2023 and Monday, November 13, 2023 at 7:00 p.m., to be held virtually.</p> <p>Following review and discussion, and upon motion duly made by Director Cervone, seconded by Director Rohde, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.</p>

Insurance Renewal / SDA
Membership

Mr. Sorensen informed the Board that renewal of the District's liability and workers' compensation insurance policies for 2023 are in process, and that the District's membership in the Special District Association will be renewed in January 2023.

Following discussion, and upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board authorized the renewals.

Property Insurance Coverage: The Board then discussed the District's property insurance coverage. Following discussion, and upon motion duly made by Director Cervone, seconded by Director Rohde, and upon vote unanimously carried, the Board appointed a committee consisting of Directors Cervone and Rohde to work with Lisa Jacoby of McGeady Becher P.C. and with T. Charles Wilson Insurance Service to review the District's property insurance coverage.

Claims

Ms. Hamilton reviewed with the Board the claims for the period of December 3, 2021 through November 7, 2022, in the amount of \$177,381.51 (all approved and processed through bill.com).

Following review and discussion, and upon motion duly made by Director Cervone, seconded by Director Rohde, and upon vote unanimously carried, the Board ratified approval of the claims, as presented.

Unaudited Financial
Statements

Ms. Hamilton reviewed with the Board the unaudited financial statements for the period ending September 30, 2022.

Following review and discussion, and upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2022.

2022 Budget Amendment

Director Rohde opened the public hearing to consider a proposed amendment to the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Hamilton informed the Board that no amendment to the 2022 Budget was required.

2023 Budget

Director Rohde opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Hamilton reviewed with the Board the estimated 2022 expenditures and the proposed 2023 expenditures.

It was noted that the District would certify a mill levy of 1.000 mill in the General Fund and 30.644 mills in the Debt Service Fund, for a total levy of 31.644 mills.

Director Rohde then moved (seconded by Director Cervone) to adopt the 2023 Budget (with revisions discussed at the meeting), and the Board considered adoption of Resolution No. 2022-11-02 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-11-03 to Set Mill Levies.

Following discussion, and upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. District Counsel was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Arapahoe County not later than December 15, 2022. District Counsel was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

DLG-70 Certification of Tax Levies

Following discussion, upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form (“Certification”), and directed District Counsel to file the Certification with the Board of County Commissioners and other interested parties.

2022 Audit Preparation	Following review and discussion, upon motion duly made by Director Rohde, seconded by Director Cervone, and upon vote unanimously carried, the Board approved the engagement of Hiratsuka & Associates, LLP to prepare the 2022 audit, for a fee not to exceed \$5,000.
Preparation of 2024 Budget	Following discussion, upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.
May 2, 2023 Regular Directors' Election ("Election")	<p>Mr. Sorensen discussed the Election with the Board, noting that four seats (all except that of Director Rohde) will be available at the Election.</p> <p>Following discussion, upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-04 Calling a Regular Election for Directors on May 2, 2023, appointing Sue Blair of Community Resource Services of Colorado, LLC ("CRS of Colorado") as Designated Election Official ("DEO"), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.</p>
Engagement of Election Services Provider	<p>Mr. Sorensen informed the Board that Sue Blair of CRS of Colorado has agreed to provide election services (as she did for the May 2022 election), but that she has not yet provided a proposal/agreement for election services. No quote has been received, but it was noted that the District has budgeted \$25,000 for a potential election in May 2023.</p> <p>Following discussion, upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board approved the engagement of CRS of Colorado to provide election services, and authorized execution of the proposal/agreement for election services, when received.</p>
Section 32-1-809, C.R.S. Requirements (Transparency Notice)	Mr. Sorensen discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed District Counsel to post the transparency notice on the Special District Association website and on the District's website.

Copperleaf Dog Park:

Dog Agility Course /
Retaining Wall Repairs

Mr. Sorensen informed the Board that a signed liability release has been received from Eagle Scout Joshua Bridgham, (who is planning to construct a Dog Agility Course in the Dog Park and make repairs to the retaining wall), but that Mr. Bridgham is awaiting approval of the project from the Boy Scouts of America before proceeding.

Maintenance Responsibilities
for Dog Park Improvements

The Board discussed the potential transfer of maintenance responsibilities for the Dog Park Improvements to the Copperleaf Homeowners Association, Inc. (“HOA”).

It was noted that the District has been paying \$1,875 per month to Hall Contracting for dog park maintenance and, following discussion, the Board determined to continue performing the maintenance for the remainder of 2023, since the HOA has already adopted its 2023 budget with no funds set aside for dog park maintenance.

Following further discussion, the Board appointed a committee consisting of Director Altman to deal with this matter.

Copperleaf Trail System:

Report from Trail
Maintenance Committee

No report was provided by the Trail Maintenance Committee (Directors Cervone and Thornton). It was noted that Arapahoe Park and Recreation District (“APRD”) has placed its stamp on the trail system bridges, indicating it should be the entity maintaining the trails and the bridges.

Report from Capital Projects
Committee

No report was provided by the Capital Projects Committee (Directors Rohde and Thornton). Attorney Williams informed the Board that any funds not used for capital projects could be used to pay down the District’s debt.

Other Business

Director Cervone discussed new, narrower requirements from South Metro Fire relating to street parking, and noted that there seem to be several violations in the area. No action was taken by the Board.

Adjournment

There being no further business coming before the Board, upon motion duly made by Director Altman, seconded by Director Cervone, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on May 30, 2023.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Craig Sorensen

Secretary