

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 HELD FEBRUARY 24, 2022

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of the Denargo Market Metropolitan District No. 1 (referred to hereafter as the “District”) was held on Thursday, the 24th day of February 2022, at 4:30 p.m. The District Board meeting was held and properly noticed to be held via Zoom. The meeting was open to the public via Zoom.

ATTENDANCE

Directors In Attendance Were:

Laura H. Newman
Donald D. Cabrera
Jeffrey D. Jones

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Newman and, upon vote, unanimously carried, the absence of Director Wenskoski was excused.

Also In Attendance Were:

Matt Cohrs; Special District Management Services, Inc. (“SDMS”)

Paula Williams, Esq. and Erica Montague, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

Wade Davidson; Golub & Company LLC

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. It was noted that disclosures of potential conflicts of interest statements for each of the Directors had been filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Williams requested that the Directors consider whether they had any additional conflicts of interest to disclose. It was noted for the record that there were no additional disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statutes.

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Confirmation of Quorum, Location of Meeting and Posting of Meeting Notices: Mr. Cohrs 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.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Newman and, upon vote, unanimously carried, the Board determined to conduct this meeting via Zoom meeting. The Board further noted that notice of the time, date and meeting access information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed were received from taxpaying electors within the District's boundaries.

Agenda: Mr. Cohrs reviewed with the Board a proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Newman and, upon vote, unanimously carried, the Agenda was approved, as amended.

Minutes: The Board reviewed the Minutes of the November 16, 2021 and January 18, 2022 Special Meetings.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Jones and, upon vote, unanimously carried, the Minutes of the November 16, 2021 and January 18, 2022 Special Meetings were approved, as presented.

Resignation of Director: The Board acknowledged the resignation of Director David Smith effective as of February 1, 2022.

Appointment of Director: The Board discussed the vacancy on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector, Wade Davidson, was nominated to serve on the Board. Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera and, upon vote unanimously carried, the Board appointed Wade Davidson to fill the vacancy on the Board. The Oath of Office was administered.

There were no public comments.

**PUBLIC
COMMENT**

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FINANCIAL MATTERS

None.

LEGAL MATTERS

Partial Termination of Easement: The Board entered into discussion regarding the Partial Termination of Easement.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera and, upon vote, unanimously carried, the Board approved the Partial Termination of Easement.

Service Plan Amendments: Attorney Williams discussed the Service Plan Amendments and authorizing necessary actions related thereto. There was also discussion on the bonding cap in the original service plans, the operational mill levy cap and the description of powers of district. Attorney Williams will circulate a draft of the Letter of Intent next week.

OTHER MATTERS

Proposal for Independent Professional Engineer's Review of Costs Incurred and Verification of Costs Associated with Design and Construction of Public Improvements from Schedio Group LLC: The Board discussed the proposal, but deferred action on this matter.

Proposal for Cost Certification Services from Independent District Engineering Services, LLC: The Board discussed the proposal, but deferred action on this matter.

Status of Road Conditions: The Board discussed the status of road conditions at Wewatta Way and directed staff to obtain an estimate to mill/overlay the entire road.

Service Agreement for District Engineering Services with Triunity Engineering & Management, Inc.: Mr. Cohrs reviewed a proposed update to the scope of services.


Following discussion, the Board directed staff to prepare a new Service Agreement for District Engineering Services by and between Triunity Engineering & Management, Inc. and the District to incorporate the updated scope of services.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Jones, seconded by Director Cabrera and, upon vote, unanimously carried, the Special Meeting was adjourned.

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Respectfully submitted,

By: 
Secretary for the Meeting