

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 3 HELD JUNE 8, 2023

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of the Denargo Market Metropolitan District No. 3 (referred to hereafter as the “District”) was held on Thursday, the 8th day of June 2023, at 8:00 a.m. The District Board meeting was held and properly noticed to be held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Laura H. Newman
Jeffrey D. Jones
Todd T. Wenskoski
Wade Davidson

Also In Attendance Were:

Ann Finn; Special District Management Services, Inc. (“SDMS”)

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

Lindsay Ross; CliftonLarsonAllen LLP

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.

Confirmation of Quorum, Location of Meeting and Posting of Meeting

Notices: Ms. Finn 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. It was noted that the District Board meeting was held and properly noticed to be held by video / telephonic means (Zoom). The Board further noted that notice of the time, date

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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.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Newman, seconded by Director Jones, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24 hours prior to each meeting on the District's website at: <https://denargo.colorado.gov> or if posting on the website is unavailable, notice will be posted on west side of Denargo Street, just south of Wewatta Way on the southern boundary of Tract F.

Agenda: Ms. Finn reviewed with the Board a proposed Agenda for the District's Special Meeting.

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

Minutes: The Board reviewed the Minutes of the November 15, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Newman, seconded by Director Jones and, upon vote unanimously carried, the Board approved the Minutes of the November 15, 2022 Regular Meeting, as presented.

May 2, 2023 Regular Election: Ms. Finn updated the Board regarding the results of the May 2, 2023 Regular Election. It was noted that Director Wenskoski was elected to a 2-year term ending in May, 2025, Directors Newman and Davidson were elected to 4-year terms ending in May, 2027, and all ballot questions and issues passed.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Newman, seconded by Director Jones and, upon vote unanimously carried, the following slate of officers was appointed:

President	Laura H. Newman
Treasurer	Jeffrey D. Jones
Secretary	Ann E. Finn
Assistant Secretary	Todd T. Wenskoski
Assistant Secretary	Wade Davidson

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CONSENT AGENDA

There were no items on the consent agenda.

PUBLIC COMMENT

There were no public comments.

FINANCIAL MATTERS

Unaudited Financial Statements: Ms. Ross reviewed the Unaudited Financial Statements through the period ending March 31, 2023 and the Schedule of Cash Position with the Board.

Following review, upon motion duly made by Director Newman, seconded by Director Davidson and, upon vote unanimously carried, the Board accepted the Unaudited Financial Statements through the period ending March 31, 2023 and the Schedule of Cash Position.

Application for Exemption from Audit for 2022: Ms. Ross reviewed the Application for Exemption from Audit for 2022 with the Board.

Following discussion, upon motion duly made by Director Jones, seconded by Director Newman, and upon vote unanimously carried, the Board ratified approval of the preparation, execution and filing of the Application for Exemption from Audit for 2022.

LEGAL MATTERS

Legislative Changes: Attorney Williams provided information to the Board regarding recent legislative changes:

Annual Meeting Requirement (Senate Bill 23-110): Attorney Williams discussed new legislation which requires the Board to hold an annual meeting beginning in 2023. Attorney Williams noted that the Board is prohibited from taking any official action at the annual meeting and must ensure that the annual meeting includes a presentation from the District regarding the status of any of the District's projects and outstanding bonds, review of unaudited financial statements showing the year-to-date revenue and expenditures in relation to the current adopted Budget, and an opportunity for members of the public to ask questions about the District.

Mill Levy Reduction Senate Bill 23-108: Attorney Williams discussed new legislation which allows Districts to provide temporary tax relief through a mill levy reduction. She explained that during the budget process the Board will factor in the current assessed value and other related items before deciding whether to temporarily reduce the mill levy.

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OTHER MATTERS

There were no other matters for discussion.

ADJOURNMENT

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

Respectfully submitted,

By: 

Secretary for the Meeting