

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 2 HELD JUNE 15, 2021

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of the Denargo Market Metropolitan District No. 2 (referred to hereafter as the “District”) was held on Tuesday, the 15<sup>th</sup> day of June, 2021, at 4:30 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via telephone conference and Zoom meeting. The meeting was open to the public via telephone conference / Zoom meeting.

#### ATTENDANCE

#### Directors In Attendance Were:

Laura H. Newman  
Donald D. Cabrera  
Jeffrey D. Jones  
David H. Smith  
Todd T. Wenskoski

#### Also In Attendance Were:

Ann E. Finn and Matt Cohrs; Special District Management Services, Inc. (“SDMS”)

Paula Williams, Esq.; McGeady Becher P.C.

Jason Carroll and Lindsay Ross; CliftonLarsonAllen LLP

Steve Dazzio; Dazzio & Associates P.C.

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**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. Attorney Williams 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

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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.

### ADMINISTRATIVE MATTERS

**Confirmation of Quorum and Approval of Meeting Location:** 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.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefits to the control of the virus by limiting in-person contact, this meeting was conducted via telephone conference / Zoom. 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.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera, 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 within the District boundaries at the park located at the intersection of 28<sup>th</sup> Street and Delgany Street.

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

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

**Minutes:** The Board reviewed the Minutes of the November 17, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Jones and, upon vote, unanimously carried, the Minutes of the November 17, 2020 Special Meeting were approved, as presented.

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**Resignation and Appointment of Secretary to the Board:** The Board acknowledged the resignation of Ms. Finn from the office of Secretary to the Board, effective as of June 15, 2021. Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera and, upon vote, unanimously carried, the Board appointed Mr. Cohrs as Secretary to the Board.

**2021 SDA Conference:** Mr. Cohrs discussed the SDA Conference with the Board, and advised that he would forward information concerning the details of the conference as it becomes available. Following discussion, upon motion duly made by Director Smith, seconded by Director Wenskoski and, upon vote, unanimously carried, the Board authorized interested Board members to attend the 2021 SDA Conference.

### **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, 2021 and Schedule of Cash Position, updated as of June 8, 2021, with the Board.

Following review, upon motion duly made by Director Jones, seconded by Director Cabrera and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending March 31, 2021 and Schedule of Cash Position, updated as of June 8, 2021.

**2020 Audit:** Mr. Dazzio reviewed the draft 2020 Audit with the Board.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera, and upon vote, unanimously carried, the Board approved the 2020 Audit and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter from the Auditor.

**2022 Budget Public Hearing:** The Board entered into discussion regarding setting the date for a Public Hearing to adopt the 2022 Budget.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Newman and, upon vote, unanimously carried, the Board determined to hold the public hearing to consider adoption of the 2022 Budget on November 16, 2021, at 4:30 p.m., at the AMLI Denargo Market Apartment

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Complex (Conference Room), 2525 Wewatta Way, Denver, Colorado 80216 or  
virtually pending COVID-19 restrictions.

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### **LEGAL MATTERS**

There were no legal matters to discuss.

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### **OTHER MATTERS**

**Annual Meeting for Property Owners:** Mr. Cohrs reported that the 2021 Annual Property Owners Meeting Notice was published on May 7, 2021. It was noted that no property owners were in attendance.

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### **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 meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_



Secretary for the Meeting