

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 HELD JUNE 16, 2020

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 Tuesday, the 16<sup>th</sup> day of June, 2020, at 4:30 p.m. The meeting was open to the public. 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. The meeting was open to the public telephonically.

#### 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; Special District Management Services, Inc. ("SDMS")

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

Matt Vigil; CliftonLarsonAllen LLP

#### 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. 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. Ms. Finn 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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### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Finn 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 Jones and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Meeting Location:** 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, and upon motion duly made by Director Cabrera, seconded by Director Jones 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 spread of the virus by limiting in-person contact, this meeting was conducted by teleconference and public participation was encouraged via teleconference. The Board further noted that notice providing the time, date and teleconference information was duly posted and that no objections, or requests that the means of hosting the meeting be changed were received from taxpaying electors within the District's boundaries.

**Status of the District's Website:** Ms. Finn noted the District's website was established.

**May 5, 2020 Election:** Ms. Finn advised the Board that the May 5, 2020 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. It was noted that Directors Newman and Cabrera were deemed elected to 3-year terms ending in May, 2023.

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

|                     |                   |
|---------------------|-------------------|
| President           | Laura H. Newman   |
| Treasurer           | Donald D. Cabrera |
| Secretary           | Ann E. Finn       |
| Assistant Secretary | Jeffrey D. Jones  |
| Assistant Secretary | David H. Smith    |
| Assistant Secretary | Todd T. Wenskoski |

**Minutes:** The Board reviewed the Minutes of the November 19, 2019 Regular Meeting.

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Following discussion, upon motion duly made by Director Cabrera, seconded by Director Newman and, upon vote, unanimously carried, the Minutes of the November 19, 2019 Regular Meeting were approved, as presented.

**First Amendment to Resolution No. 2019-11-01; Resolution Establishing Regular Meeting Dates, Times and Location, Establishing District Website and Designating Location for Posting 24-Hour Notices:** The Board reviewed the First Amendment to Resolution No. 2019-11-01; Resolution Establishing Regular Meeting Dates, Times and Location, Establishing a District Website and Designating Locations for Posting of 24-Hour Notices.

Ms. Finn advised the Board that the purpose of the Amendment was to change the meeting location to AMLI Denargo Market Apartment Complex (Conference Room), 2525 Wewatta Way, Denver, Colorado 80216.

Following discussion, upon motion duly made by Director Newman, seconded by Director Cabrera and, upon vote, unanimously carried, the Board approved the First Amendment to Resolution No. 2019-11-01; Resolution Establishing Regular Meeting Dates, Times and Location, Establishing a District Website and Designating Locations for Posting of 24-Hour Notices. A copy of the Resolution is attached hereto and incorporated herein by this reference.

**2020 SDA Annual Conference:** Ms. Finn advised the Board that the 2020 SDA Annual Conference would be virtual this year and asked the Board Members to notify her if they would like to attend the conference.

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### **CONSENT AGENDA**

The Board considered the following actions:

- Ratify approval of Change Order No. 2 to the Service Agreement by and between the District and Arrowhead Landscape Services, Inc. for 2020 Landscape Maintenance Services.
- Ratify approval of Change Order No. 1 to the Service Agreement by and between the District and Colorado Lighting, Inc. for Site Lighting Maintenance Services.
- Ratify approval of Service Agreement by and between the District and Wyatt's Towing for 2020 Towing Services.
- Ratify approval of Change Order No. 4 to the Service Agreement by and between the District and Diversified Underground, Inc. for Locate Services.
- Ratify approval of Change Order No. 3 to the Service Agreement by and between the District and Triunity Engineering and Management Inc. for Construction Management Services.
- Review and consider approval of proposal for irrigation removal from Arrowhead Landscape Services Inc. for the amount of \$2,675.00.



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- Review and consider approval of proposal for Revive application to all turf areas from Arrowhead Landscape Services Inc. for the amount of \$370.00.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Jones and, upon vote, unanimously carried, the Board approved and/or ratified approval of the Consent Agenda items.

**PUBLIC  
COMMENT**

There were no public comments at this time.

**FINANCIAL  
MATTERS**

**Claims:** The Board considered ratifying the approval of the payment of claims as follows:

| <b>Fund</b>      | Period Ending<br>Nov. 19, 2019 | Period Ending<br>Dec. 19, 2019 | Period Ending<br>January 20, 2020 | Period Ending<br>Feb. 20, 2020 |
|------------------|--------------------------------|--------------------------------|-----------------------------------|--------------------------------|
| General          | \$ 21,322.41                   | \$ 21,709.45                   | \$ 14,463.89                      | \$ 8,001.16                    |
| Debt Service     | \$ -0-                         | \$ -0-                         | \$ -0-                            | \$ -0-                         |
| Capital Projects | \$ -0-                         | \$ -0-                         | \$ -0-                            | \$ -0-                         |
| <b>Total</b>     | <b>\$ 21,322.41</b>            | <b>\$ 21,709.45</b>            | <b>\$ 14,463.89</b>               | <b>\$ 8,001.16</b>             |

| <b>Fund</b>      | Period Ending<br>March 20, 2020 | Period Ending<br>April 20, 2020 | Period Ending<br>May 20, 2020 |
|------------------|---------------------------------|---------------------------------|-------------------------------|
| General          | \$ 15,801.74                    | \$ 13,307.76                    | \$ 10,641.07                  |
| Debt Service     | \$ -0-                          | \$ -0-                          | \$ 17,027.85                  |
| Capital Projects | \$ -0-                          | \$ -0-                          | \$ -0-                        |
| <b>Total</b>     | <b>\$ 15,801.74</b>             | <b>\$ 13,307.76</b>             | <b>\$ 27,668.92</b>           |

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Newman and, upon vote, unanimously carried, the Board ratified approval of the payment of the claims, as presented.

**Unaudited Financial Statements:** Mr. Vigil reviewed with the Board the unaudited financial statements through the period ending March 31, 2020 and Schedule of Cash Position, updated as of June 11, 2020.

Following review, upon motion duly made by Director Cabrera, seconded by Director Jones and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending March 31, 2020 and Schedule of Cash Position, updated as of June 11, 2020.

**2019 Application for Exemption from Audit:** The Board discussed the 2019 Application for Exemption from Audit.

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Following review and discussion, upon motion duly made by Director Cabrera, seconded by Director Jones and, upon vote, unanimously carried, the Board ratified approval of the preparation, execution and filing of the Application for Exemption from Audit for 2019.

**Preparation of the 2021 Budget:** The Board discussed preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 budget. The Board determined to hold the public hearing to consider adoption of the 2021 Budget on November 17, 2020, at 4:30 p.m., at the AMLI Denargo Market Apartment Complex (Conference Room), 2525 Wewatta Way, Denver, Colorado 80216.

### **LEGAL MATTERS**

There were no legal matters to discuss.

### **OPERATIONS AND MAINTENANCE**

#### **Operation and Maintenance Report:**

*Landscape Maintenance Services:* Ms. Finn reported for the Board that she scheduled a meeting with Arrowhead Landscape Services, Inc. to address her concerns regarding maintenance services currently being provided.

*2020 Service Agreement between the District and Denver Metro Protective Services for Security Services:* The Board reviewed a 2020 Service Agreement between the District and Denver Metro Protective Services for Security Services.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera, and upon vote, unanimously carried, the Board approved the renewal of the 2020 Service Agreement between the District and Denver Metro Protective Services for Security Services.

### **CAPITAL MATTERS**

**Construction Traffic Access on District Roads:** Director Cabrera discussed with the Board his concerns construction traffic causing safety issues and blocking access. It was noted that notices have been sent to contractors indicating that they are not in compliance with traffic plans and if corrections are not made, fines may be imposed.

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### Permits:

Public R-O-W Permit for CFC Construction Inc.: The Board reviewed the Public R-O-W Permit from CFC Construction Inc. for sidewalk and parking lane closure.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera, and upon vote, unanimously carried, the Board ratified approval of the Public R-O-W Permit for CFC Construction Inc. for sidewalk and parking lane closure, for the amount of \$16,250.

Public R-O-W Permit for Marston Construction L.L.C.: The Board reviewed the Public R-O-W Permit for Marston Construction L.L.C. for directional boring for a new fiber optic cable line.

Following discussion, upon motion duly made by Director Jones, seconded by Director Cabrera, and upon vote, unanimously carried, the Board ratified approval of the Public R-O-W Permit for Marston Construction L.L.C. for directional boring for a new fiber optic cable line, in the amount of \$2,036.25.

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### OTHER MATTERS

AT&T Request for a Small Cell Site: Ms. Finn advised the Board that AT&T found a different location to install a small cell site.

Presentation to Resident's Regarding the District and New Development: Director Newman updated the Board on the status of development of property surrounding the District and noted she is planning on scheduling a virtual online presentation for the District's residents regarding new development in the area.

Railroad Crossing Signal Installation: Ms. Finn advised the Board that installation of a railroad crossing signal is currently underway.

Encampment on Parking Lot: The Board discussed the homeless encampment on Arkins Court. No action was taken by the Board.

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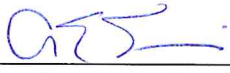
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### ADJOURNMENT

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

Respectfully submitted,

By:   
Secretary for the Meeting

**RESOLUTION NO. 2020-06-01**

**FIRST AMENDMENT TO RESOLUTION OF THE BOARD OF DIRECTORS OF  
THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION,  
ESTABLISHING DISTRICT WEBSITE AND  
DESIGNATING LOCATION FOR POSTING OF 24-HOUR NOTICES**

A. On November 19, 2019, Denargo Market Metropolitan District No. 1 (the "District") adopted Resolution No. 2019-11-01 Establishing Regular Meeting Dates, Time, Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices (the "Resolution"); and

B. The District desires to amend the Resolution due to change of the location of the meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Denargo Market Metropolitan District No. 1 (the "**District**"), City and County of Denver, Colorado:

1. That regular meetings of the District Board for the year 2020 shall be held at AMLI Denargo Market Apartment Complex (Conference Room), 2525 Wewatta Way, Denver, Colorado 80216.

**[SIGNATURE PAGE FOLLOWS]**



**[SIGNATURE PAGE TO FIRST AMENDMENT TO RESOLUTION ESTABLISHING  
REGULAR MEETING DATES, TIME, AND LOCATION,  
ESTABLISHING DISTRICT WEBSITE AND DESIGNATING LOCATION FOR 24-  
HOUR NOTICES]**

RESOLUTION APPROVED AND ADOPTED ON JUNE 16, 2020.

**DENARGO MARKET METROPOLITAN  
DISTRICT NO. 1**

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



President

Attest:



Secretary