

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 2 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. 2 (referred to hereafter as the “District”) was held on Tuesday, the 16th day of June, 2020, 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. The meeting was open to the public telephonically.

ATTENDANCE

Directors In Attendance Were:

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

Also In Attendance Were:

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

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

Matt Vigil; CliftonLarsonAllen LLP

Steve Dazzio, CPA; Dazzio & Associates, P.C. (for a portion of the meeting)

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 were no additional disclosures made by the Directors present at the meeting and

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incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statutes.

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 that the District's website has been established.

May 5, 2020 Election: Ms. Finn advised the Board that the May 5, 2020 election was cancelled because there were not 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: The Board entered into discussion regarding the appointment of officers.

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Following discussion, upon motion duly made by Director Jones, seconded by Director Newman and, upon vote, unanimously carried, the following officers were 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.

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 First 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.

**PUBLIC
COMMENT**

There were no public comments.

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FINANCIAL MATTERS

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 Audit: Mr. Dazzio reviewed with the Board the 2019 Audit.

Following review and discussion, upon motion duly made by Director Cabrera, seconded by Director Jones, and upon vote, unanimously carried, the Board approved the 2019 Audited Financial Statements and authorized execution of the Representations Letter with changes as noted, and subject to General Counsel's final review and a clean opinion.

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.

OTHER MATTERS

There were no other matters to discuss.

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 meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*
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. 2
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. 2 (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. 2 (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. 2**







By: 
President

Attest:


Secretary

TITLE	Denargo Market MD No. 2, 2020 Adopted Resolutions and...
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AUDIT TRAIL DATE FORMAT	MM / DD / YYYY
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