

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 HELD JUNE 19, 2018

A Regular 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, 19<sup>th</sup> day of June, 2018, at 4:30 p.m., at The Marq at RiNo, 2797 Wewatta Way, Denver, Colorado. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Kate E. Abrams  
Donald D. Cabrera  
Todd T. Wenskoski  
Daniel V. Metzger

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

##### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Jennifer Rogers, Esq.; McGeady Becher P.C.

Eric Barnes; Fiscal Focus Partners, LLC

Steve Dazzio, CPA; Dazzio & Associates, PC

#### 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 Rogers 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

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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 Regular Meeting.

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

**Approval of 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 Wenskoski and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries. The Board further noted that the location of the regular meeting is within a 20-mile radius of the boundaries of the District.

**Designation of 24-hour Posting Location:** Following discussion, upon motion duly made by Director Cabrera, seconded by Director Wenskoski 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 within the boundaries of the District at least 24 hours prior to each meeting on the west side of Denargo Street, just south of Wewatta Way (on the southern boundary of Tract F).

**May 8, 2018 Regular Election:** Ms. Finn advised the Board that because there were not more candidates than positions available, the May 8, 2018 Regular Election was cancelled by the Designated Election Official, as allowed under Colorado law. Directors Wenskoski, Mitchell and Abrams were each deemed elected to 4-year terms ending in May, 2022.

**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 Cabrera, seconded by Director Wenskoski and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Kate E. Abrams
Treasurer	Donald D. Cabrera
Assistant Secretary	Todd T. Wenskoski
Assistant Secretary	Jason M. Mitchell
Assistant Secretary	Daniel V. Metzger
Secretary	Ann E. Finn

**Minutes:** The Board reviewed the Minutes of the December 4, 2017 Special Meeting and the December 28, 2017 Special Meeting.

Following discussion, upon motion duly made by Director Metzger, seconded by Director Cabrera and, upon vote, unanimously carried, the Board approved the Minutes of the December 4, 2017 Special Meeting and December 28, 2017 Special Meeting.

**Public Comment:** There was no public comment.

**Consent Agenda:** There were no Consent Agenda items.

### **FINANCIAL MATTERS**

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

Fund	Period Ending Dec. 8, 2017	Period Ending Jan. 17, 2018	Period Ending March 13, 2018
General	\$ 14,691.70	\$ 15,943.60	\$ 21,828.32
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 14,691.70</b>	<b>\$ 15,943.60</b>	<b>\$ 21,828.32</b>

Fund	Period Ending April 9, 2018	Period Ending May 9, 2018
General	\$ 9,281.00	\$ 8,361.65
Debt Service	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 9,281.00</b>	<b>\$ 8,361.65</b>

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



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The Board then considered approving the payment of claims for the period ending as follows:

General Fund	\$ 10,265.44
Debt Service Fund	-0-
Capital Projects Fund	-0-
<b>Total Claims:</b>	<b>\$ <u>10,265.44</u></b>

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Metzger and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending June 19, 2018.

**Unaudited Financial Statements:** Mr. Barnes reviewed with the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending March 31, 2018 and the schedule of cash position as of March 31, 2018.

Following review, upon motion duly made by Director Cabrera seconded by Director Metzger and, upon vote, unanimously carried, the unaudited financial statements were accepted for the period ending March 31, 2017 and the schedule of cash position as of March 31, 2017, as presented.

**2017 Audit:** Mr. Dazzio reviewed the 2017 draft Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made by Director Abrams, seconded by Director Cabrera and, upon vote, unanimously carried, the Board approved the 2017 Audited Financial Statements and authorized execution of the Representations Letter.

**Accounting Services:** Ms. Finn reported to the Board that Fiscal Focus Partners, LLC has terminated its contract for accounting services. The Board entered into discussion regarding engaging an accountant for the District. Following discussion, the Board directed Ms. Finn to solicit proposals for accounting services and authorized Director Mitchell to interview accountants and make a recommendation to the Board.

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## **LEGAL MATTERS**

**Inclusion Agreement:** Attorney Rogers reviewed with the Board the Inclusion Agreement by and among Denargo Market Metropolitan District Nos. 1, 2 & 3, ARTEX MF Land, LLC and BW-2901 Land, LP.

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Following review and discussion, upon motion duly made by Director Abrams, seconded by Director Metzger and, upon vote, unanimously carried, the Board ratified approval of the Inclusion Agreement by and among Denargo Market Metropolitan District Nos. 1, 2 & 3, ARTEX MF Land, LLC and BW-2901 Land, LP.

**Termination of Access Easement:** The Board reviewed and discussed the Termination of Access Easement by and among the District, ARTEX MF Land, LLC and BW-2901 Land, LP.

Following review and discussion, upon motion duly made by Director Abrams, seconded by Director Metzger and, upon vote, unanimously carried, the Board ratified approval of the Termination of Access Easement by and among the District, ARTEX MF Land, LLC and BW-2901 Land, LP.

**Easement or License Agreement with Apartment Building Owners:** The Board entered into discussion regarding a possible license agreement with the apartment building owners concerning maintenance responsibilities at the entrances into their respective parking garages. Following discussion, the Board authorized Director Abrams to approve and sign a License Agreement with the property owners.

### **OPERATIONS AND MAINTENANCE**

**Status of Repair Work:** The Board entered into discussion regarding the status of repair work by Mill Creek Residential and release of deposit. Following discussion, the Board authorized release of the damage deposit, subject to verification that all Punch List items have been completed.

**Striping District Roads and Installing Additional Signage:** Ms. Finn discussed with the Board the following maintenance items.

- Striping streets and painting the curbs red.
- Installation of additional “No Parking” signs and towing signs.
- Adding no towing “Security Vehicles” to Agreement with Parking Authority.
- Requiring designation of short term parking for delivery trucks at the apartment buildings.
- Installing additional Rules and Regulations signs in the park.
- Install additional doggie stations in the park.

Following discussion, the Board authorized the additional work being done, subject to funds being available for the improvements.

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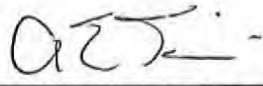
### OTHER MATTERS

Annual Meeting for Property Owners: Ms. Finn reported that the 2018 Annual Property Owners Meeting Notice was provided to all property owners on May 16, 2018. It was noted that no property owners were in attendance.

### ADJOURNMENT


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

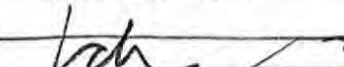
Respectfully submitted,

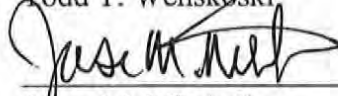
By   
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 19, 2018  
MINUTES OF THE DENARGO MARKET METROPOLITAN DISTRICT NO.  
1 BY THE BOARD OF DIRECTORS SIGNING BELOW:

\_\_\_\_\_  
Kate E. Abrams

  
Donald D. Cabrera

  
Todd T. Wenskoski

  
Jason M. Mitchell

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Daniel V. Metzger