

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT HELD NOVEMBER 2, 2022

The special meeting of the Board of Directors of the Village at Southgate Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, the 30th day November 2, 2022, at 11:00 A.M. This District Board meeting was held via Zoom. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Kevin Amolsch  
Jared Seidenberg  
Ronald Meier  
Justin Cooper

Following discussion, upon motion duly made by Director Seidenberg, seconded by Director Meier and, upon vote, unanimously carried, the absence of Director Sperr was excused.

##### Also In Attendance Were:

Peggy Ripko and Larry Loften; Special District Management Services, Inc.

Dianne Miller, Esq.; Miller & Associates Law Offices, LLC

Neil Schilling; Schilling & Company, Inc.

Chelsey Green; Meritage Homes Corporation

Reed Carr; ARCUS Private Capital Solutions

#### CALL TO ORDER

It was noted that a quorum for the Board was present, and the meeting was, therefore, called to order.

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Ms. Ripko advised the Board that pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members

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present was necessary to obtain a quorum or otherwise enable the Board to act. Written disclosures of the interests of all directors were filed with the Secretary of State and the District prior to the meeting.

### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Ripko distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

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

**Meeting Location/Manner and Posting of Meeting Notice:** 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. The Board noted that the District Board meeting was held by Zoom video/telephone conference. Ms. Finn reported that notice was duly posted and that no objections to the video/telephonic manner of the meeting or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received

**Minutes:** The Board reviewed the Minutes of the October 27, 2021 Special Meeting and the September 30, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Seidenberg, seconded by Director Meier and, upon vote, unanimously carried, the Minutes of the October 27, 2021 Special Meeting and the September 30, 2022 Special Meeting.

### PUBLIC COMMENTS

There were no public comments.

### FINANCIAL MATTERS

**Claims:** The Board reviewed the payment of claims for the period beginning November 1, 2021 through October 31, 2022, in the amount of \$658,495.38.

Following discussion, upon motion duly made by Director Seidenberg, seconded by Director Cooper and, upon vote, unanimously carried, the Board ratified approval of the payment of claims for the period beginning November 1, 2021 through October 31, 2022, in the amount of \$658,495.38.

**Unaudited Financial Statements:** Mr. Schilling reviewed with the Board the unaudited financial statements for the period ending September 30, 2022.

Following discussion, upon motion duly made by Director Meier, seconded by Director Amolsch and, upon vote, unanimously carried, the Board accepted the

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unaudited financial statements for the period ending September 30, 2022, as presented.

**2022 Audit:** The Board discussed the engagement of Dazzio & Associates, P.C. to prepare the 2022 Audit.

Following review and discussion, upon motion duly made by Director Amolsch, seconded by Director Seidenberg and, upon vote, unanimously carried, the Board approved the engagement of Dazzio & Associates, P.C. to prepare the 2022 Audit, for an amount not to exceed \$4,900.00.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider an amendment to the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider an amendment to the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Following review and discussion, Director Meier moved to adopt the Resolution to Amend 2022 Budget, Director Amolsch seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-01 to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**2023 Budget Hearing:** The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to or at this public hearing. No public comments were received, and the President closed the public hearing.

Mr. Schilling reviewed the estimated year-end 2022 revenues and expenditures and the proposed 2023 estimated revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2022-11-02 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-11-03 to Set Mill Levies (for the General Fund at 11.309 mills and the Debt Service Fund at 45.236.000 mills, for a total of 56.545 mills) Upon motion duly made by Director Seidenberg, seconded by Director Meier and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of

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the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. Ms. Ripko was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Adams County and the Division of Local Government not later than December 15, 2022. Ms. Ripko was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference

**July 2023 Board Meeting:** The Board discussed setting a date in July 2023 to approve the 2022 Audit. The Board determine to set a date at a later time.

**Schilling & Company, Inc. Engagement Letter:** The Board discussed the engagement of Schilling & Company, Inc. for accounting services.

Following review and discussion, upon motion duly made by Director Seidenberg, seconded by Director Amolsch and, upon vote, unanimously carried, the Board approved the engagement of Schilling & Company, Inc.

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### **LEGAL MATTERS**

**2023 Annual Administrative Resolution:** The Board reviewed Resolution No. 2022-12-04: 2023 Annual Administrative Resolution.

Following discussion, upon motion duly made by Director Seidenberg, seconded by Director Meier and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-04: Annual Administrative Resolution. A copy of the Resolution is attached hereto and incorporated herein by this reference.

**2022 Resolution Waiving Workers' Compensation Insurance for 2023:** The Board reviewed Resolution No 2022-12-05: 2022 Resolution Waiving Workers' Compensation Insurance for 2023.

Following discussion, upon motion duly made by Director Seidenberg, seconded by Director Meier and, upon vote, unanimously carried, the Board adopted Resolution No 2022-12-05: 2022 Resolution Waiving Workers' Compensation Insurance for 2023.

**May 2, 2023 Election Resolution:** The Board discussed Resolution No. 2022-12-06; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. Self-Nomination Forms are due by February 24, 2023.

Following discussion, upon motion duly made by Director Amolsch, seconded by Director Cooper and, upon vote, unanimously carried, the Board adopted

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Resolution No. 2022-12-07; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

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### **STATUS OF DEVELOPMENT**

**Status of Development:** Ms. Green discussed with the Board the status of the tracts and transfer of ownership to the District. Attorney Miller presented an Access and Maintenance Easement Agreement to allow transfer of the tracts and confirm status of the landscaping in the spring.

Following review and discussion, upon motion duly made by Director Meier, seconded by Director Seidenberg and, upon vote, unanimously carried, the Board approved the Access and Maintenance Easement Agreement.

Following further discussion, the Board appointed Directors Amolsch and Seidenberg were appointed to a committee to finalize the agreement.

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### **OTHER BUSINESS**

**Proposal from Neighborhood Lawn Care:** The Board reviewed a proposal from Neighborhood Lawn Care for landscape services.


Following review and discussion, upon motion duly made by Director Meier, seconded by Director Seidenberg and, upon vote, unanimously carried, the Board approved the proposal from Neighborhood Lawn Care for landscape services.

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### **ADJOURNMENT**

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

Respectfully submitted,

By:   
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Secretary