

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

DENVER WEST PROMENADE METROPOLITAN DISTRICT

Monday, November 1, 2021 at 10:15 a.m. via Zoom teleconference.

**Attendance**

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Donald Provost

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Carrie Bartow, CliftonLarsonAllen, LLP, District Accountant.

**Call to Order**

Director Provost noted that a quorum of the Board was present and called the meeting to order.

**Director Qualifications/Conflicts of Interest/Reaffirmation of Disclosure**

Mr. Waldron reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Waldron inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

**Approval of Agenda**

Mr. Waldron reviewed the proposed agenda with the Board. Following discussion, upon motion duly made, the Board unanimously approved the agenda as presented.

**Public Comment**

None.

**Consent Agenda**

The Board reviewed the items on the consent agenda. Mr.

Waldron advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made, the following items on the consent agenda were unanimously approved, ratified and adopted:

- Minutes from November 2, 2020 meeting;
- Claims Listing in the amount of \$36,090.92;
- 2020 Annual Report;
- Special District Disclosure Notice Pursuant to § 32-1-809, C.R.S.;
- Resolution Calling May 3, 2022 Election;
- Resolution Designating the District’s 24-Hour Posting Location; and
- Resolution Designating the Location of Regular Meetings of the Board.

**Legal Matters**

Review Insurance Property and Liability Schedule and Limits      The Board reviewed the current general liability schedule and property schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the general liability schedule and property schedules and authorized legal counsel to bind coverage.

Discuss and Consider Approval of Exclusion from Worker’s Compensation      The Board engaged in discussion regarding excluding from Worker’s Compensation for the 2022 Fiscal Year. Following discussion, upon motion duly made, the Board unanimously approved the exclusion from Worker’s Compensation.

Consider Adoption of 2022 Annual Administrative Resolution      Mr. Waldron reviewed the 2022 Annual Administrative Resolution with the Board. Following discussion, upon motion duly made, the Board unanimously adopted the 2022 Annual Administrative Resolution.

Discuss 2021 Legislative Update      The Board engaged in general discussion regarding the 2021 Legislative Update.

Discuss and Consider Approval of Heatherly Creative Proposal for Website Design      The Board engaged in general discussion regarding setup of a District website. Following discussion, upon a motion duly made, the Board unanimously approved the proposal from Heatherly Creative for the District Website creation.

Other Legal Matters      None.

**Financial Matters**

Review and Consider Approval of Payables/Financials Ms. Bartow reviewed the unaudited financial statements ending September 30, 2021 with the Board.

Public Hearing on 2021 Budget Amendment and Consider Adoption of Resolution Amending 2021 Budget Not needed.

Public Hearing on 2022 Budget Director Provost opened the public hearing on the proposed 2022 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution Approving 2022 Budget Ms. Bartow reviewed the 2022 Budget and Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution approving the 2022 Budget, appropriating funds therefor and certifying 10.000 mills for the general fund and 50.000 mills for the debt service fund.

Consider Ratification of 2020 Audit Ms. Bartow reviewed the 2020 Audit with the Board. Following discussion, upon a motion duly made, the Board unanimously ratified acceptance of the 2020 Audit from Dazzio & Associates, PC.

Consider Approval of Proposals for 2021 Audit Ms. Bartow reviewed proposals for 2021 Audit with the Board. Following discussion, upon a motion duly made, the Board unanimously approved the proposal for 2021 Audit from Dazzio & Associates, PC.

Other Financial Matters None.

**Other Business** None.

**Adjourn** There being no further business to come before the Board, and following discussion and upon motion duly made, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above referenced meeting.

 Don F. [unclear] (Oct 31, 2022 06:31 MDT)

Secretary for the Meeting

The foregoing minutes were approved on the 12th day of October, 2022.