

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DOLORES CANYON METROPOLITAN DISTRICT NO. 1

HELD  
DECEMBER 2, 2020

A special meeting of the Board of Directors of the Dolores Canyon Metropolitan District No. 1 (referred to hereafter as the "District") was convened on Tuesday, the 2nd day of December, 2020, at 9:00 a.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, this District Board meeting was held by conference call. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

John A. Sisson

##### Also In Attendance Were (via speakerphone):

James Ruthven; Special District Management Services, Inc.

MaryAnn McGeady, Esq. and Craig Sorensen; McGeady Becher P.C.

Colleen Slear; Hendricks Investment Holdings, LLC

#### 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 of Directors and to the Secretary of State. Attorney McGeady noted that disclosures of potential conflict of interest statements for Director Sisson were filed with the Secretary of State at least seventy-two hours in advance of the meeting, and requested that Director Sisson consider whether he had any additional conflicts of interest to disclose. Attorney McGeady noted for the record that there were no new 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 and in accordance with the statutes.

#### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Ruthven reviewed with the Board a proposed Agenda for the District's Special meeting.

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

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Board of Directors' 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 the four vacancies on the Board were confirmed at the cancelled election.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made and seconded by Director Sisson and, in vote, unanimously carried, the following slate of officers was appointed:

President	John Sisson
Secretary	Jim Ruthven

**Minutes:** The Board reviewed the Minutes of the December 5, 2019 Regular Meeting.

Following discussion, upon motion duly made and seconded by Director Sisson and, in vote, unanimously carried, the Board approved the Minutes of the December 5, 2019 Regular Meeting.

**Resolution Establishing Regular Meeting Dates, Times and Location and Designating Location for Posting of 24-Hour Notices:** The Board discussed Resolution No. 2020-12-01; Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

Ruthven reviewed the business to be conducted in 2021 to meet the statutory compliance requirements. The Board determined to meet December 2, 2021 at 9:00 a.m. at the Gateway Canyons Resort Small Conference Room, 43200 Highway 141, Gateway, Colorado, or virtually due to COVID-19 restrictions.

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Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-12-01; Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

**Eligible Governmental Entity (“EGE”) Agreement Between the Statewide Internet Portal Authority of the State of Colorado (“SIPA”) and the District:** Attorney McGeady discussed with the Board the EGE Agreement between the District and SIPA to establish a website for the District. The Board deferred discussion for another year.

**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2021 (on SDA Website):** Mr. Sorensen discussed with the Board §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2021.

Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board determined to post the required transparency notice information on the Special District Association’s website.

### **FINANCIAL MATTERS**

**Claims:** The Board considered ratifying the approval of the payment of claims through the periods ending:

	Period ending Dec. 30, 2019	Period ending Jan. 16, 2020	Period ending Feb. 13, 2020	Period ending March 12, 2020
General Fund	\$ 3,184.83	\$ 1,464.17	\$ 2,389.78	\$ 857.89
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ 476.02	\$ 685.40	\$ 748.87	\$ 375.86
<b>Total Claims</b>	<b>\$ 3,660.85</b>	<b>\$ 2,149.57</b>	<b>\$ 3,138.66</b>	<b>\$ 1,233.75</b>

	Period ending April 10, 2020	Period ending May 13, 2020	Period ending June 12, 2020	Period ending July 10, 2020
General Fund	\$ 874.77	\$ 2,344.18	\$ 864.76	\$ 515.00
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ 375.86	\$ 1,076.99	\$ 405.92	\$ 344.40
<b>Total Claims</b>	<b>\$ 1,250.63</b>	<b>\$ 3,421.17</b>	<b>\$ 1,270.68</b>	<b>\$ 859.40</b>

	Period ending Aug. 13, 2020	Period ending Sept. 11, 2020	Period ending Oct. 12, 2020	Period ending Nov. 11, 2020
General Fund	\$ 518.10	\$ 380.90	\$ 841.10	\$ 2,442.89
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ 342.80	\$ 219.60	\$ 245.00	\$ 266.00
<b>Total Claims</b>	<b>\$ 860.90</b>	<b>\$ 600.50</b>	<b>\$ 1,086.10</b>	<b>\$ 2,708.89</b>

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



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**Unaudited Financial Statements:** Mr. Ruthven discussed 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 September 30, 2020.

Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2020.

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

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

**2020 Application for Exemption from Audit:** The Board discussed the 2020 Application for Exemption from Audit.

Following review and discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the Application for Exemption from Audit for 2020.

**2020 Budget Amendment Hearing:** The President opened the public hearing to consider a Resolution to Amend the 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 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 discussion, the Board determined that a 2020 Budget Amendment was not needed.

**2021 Budget Hearing:** The President opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2021 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.

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Mr. Ruthven reviewed the estimated 2020 expenditures and proposed 2021 expenditures.

The Board discussed the mill levy and determined that no mill levy will be certified. Following discussion, the Board considered the adoption of the Resolution to Adopt the 2021 Budget and Appropriate Sums of Money. Upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, Resolution No. 2020-12-02 was adopted, with revisions to the 2021 Budget as discussed, and execution of the Certification of Budget was authorized. Mr. Ruthven was authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form (zero mill levy) for certification to the Board of County Commissioners and other interested parties.

**2022 Budget Preparation:** The Board discussed the preparation of the 2022 Budget.

Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2022 Budget, and set the date for the public hearing to consider adoption of the 2022 Budget for December 2, 2021.

### **LEGAL MATTERS**

**Termination of Intergovernmental Priority PIF Revenue-Sharing Agreement ("Revenue-Sharing IGA") Between the District and Mesa County Gateway Public Improvement District:** Attorney McGeady discussed with the Board the Termination of Intergovernmental Priority PIF Revenue-Sharing Agreement between the District and the Mesa County Gateway Public Improvement District.

Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board ratified approval of the Termination of Intergovernmental Priority PIF Revenue-Sharing Agreement between the District and the Mesa County Gateway Public Improvement District.

**Intergovernmental Wastewater Treatment Plant Funding Agreement between the District and Mesa County Gateway Public Improvement District ("Wastewater Agreement"):** Attorney McGeady discussed the Wastewater

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Agreement with the Board. Extensive discussion was held, and certain required changes to the Wastewater Agreement were noted, including the fact that the agreement will actually be between the District and the Southwest Mesa County Rural Service Public Improvement District.

Following discussion, upon motion duly made and seconded by Director Sisson and, upon vote, unanimously carried, the Board approved the Wastewater Agreement, subject to the changes discussed at the meeting.

**Water Rights and Water Facilities Acquisition:** No discussion was held.

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### **OTHER MATTERS**

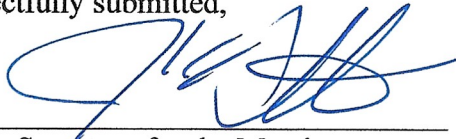
There was no other business at this time.

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### **ADJOURNMENT**

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

Respectfully submitted,

By   
Secretary for the Meeting